

Exhibit I

Detailed Description of Services Provided

**Detailed Description of Services Provided From
February 14, 2025 to February 28, 2025**

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116030
Client Matter: 58395-2

In the Matter of Adversary Proceeding & Contested Matters

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 42,561.00</u>
Total legal services rendered	\$ 42,561.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Adversary Proceeding & Contested Matters

Invoice Number: 1050116030
 Matter Number: 58395-2

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	4.00	2,015.00	8,060.00
Devika M. Balaram	0.40	1,295.00	518.00
Ashton Dubey	1.30	1,185.00	1,540.50
Jeffrey Ross Goldfine	1.40	1,745.00	2,443.00
Maggie Houseknecht	0.50	1,445.00	722.50
Eric S. Kay	2.10	1,445.00	3,034.50
Michael David Lehavi	2.50	1,025.00	2,562.50
Melanie MacKay	0.40	1,695.00	678.00
Mark McKane, P.C.	8.00	2,265.00	18,120.00
Armando L. Prather	0.50	1,185.00	592.50
Samantha Tidwell	0.80	1,025.00	820.00
Matthew Calloway Walker	0.10	1,025.00	102.50
Amber L. Whipkey	2.60	1,295.00	3,367.00
TOTALS	24.60		\$ 42,561.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Adversary Proceeding & Contested Matters

Invoice Number: 1050116030
 Matter Number: 58395-2

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Mark McKane, P.C.	5.80	Review, analyze transcripts re contested hearings (2.3); review, analyze contested disclosure statement filings and transcripts (2.1); conference with Company, Ducera team, D. Hunter, K&E team and Alix team re contested hearing strategy (.3); prepare for same (.3); review, analyze key issues re same, take-private and valuation (.8).
02/18/25	Matthew Calloway Walker	0.10	Correspond with B. Arnault re ongoing contested matters.
02/18/25	Amber L. Whipkey	2.60	Review, analyze case materials re discovery strategy (1.9); draft summary re same (.7).
02/19/25	Melanie MacKay	0.30	Conference with S. Henry, K&E team re contested matter case strategy.
02/19/25	Melanie MacKay	0.10	Review, analyze proposed scheduling order.
02/20/25	Eric S. Kay	2.10	Review, analyze case background materials re contested bankruptcy matters (1.6); review, analyze issues re same (.5).
02/20/25	Michael David Lehavi	1.00	Review and analyze background material re contested bankruptcy matters (.6); draft summary re same (.4).
02/21/25	Ashton Dubey	1.30	Review and analyze contested matters background documents (.9); review, analyze issues re same (.4).
02/21/25	Michael David Lehavi	1.50	Review and analyze background material re contested pleadings.
02/21/25	Mark McKane, P.C.	1.30	Prepare for conference with J. Goldfine, K&E team re appeal (.2); conference with Ducera team re same (.5); conference with J. Goldfine, K&E team re strategy re same (.6).
02/21/25	Samantha Tidwell	0.80	Review, analyze contested pleadings, related materials.
02/22/25	Bill Arnault, P.C.	2.10	Telephone conference with J. Goldfine, K&E team, Company advisors re appeals strategy (.5); review, analyze appellate information (.8); review, analyze contested pleadings re same (.8).
02/22/25	Jeffrey Ross Goldfine	0.20	Telephone conference with H. Huang re contested franchisee issue.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Adversary Proceeding & Contested Matters

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/23/25	Bill Arnault, P.C.	1.90	Review, revise appellate letter brief to district court (1.0); review, analyze motion to expedite filings (.9).
02/24/25	Jeffrey Ross Goldfine	0.40	Review and analyze letter to district court re appeal.
02/24/25	Mark McKane, P.C.	0.40	Review, revise Appellees' letter brief to district court re latest bankruptcy court developments.
02/25/25	Maggie Houseknecht	0.50	Draft timeline of key contested events re bankruptcy filing.
02/25/25	Mark McKane, P.C.	0.50	Review, analyze draft letter brief to district court re appeals.
02/26/25	Jeffrey Ross Goldfine	0.80	Review and analyze franchisee correspondence re contested franchisee matter.
02/27/25	Armando L. Prather	0.50	Review, analyze background materials re contested bankruptcy matters.
02/28/25	Devika M. Balaram	0.40	Review, analyze key documents re appellate process.
Total		24.60	

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601 Lexington Avenue
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FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: **Tiffany McMillan-McWaters**

Invoice Number: 1050116031
Client Matter: 58395-3

In the Matter of Corporate, Securities, and Gov. Matters

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	\$ 136,081.00
Total legal services rendered	\$ 136,081.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050116031
Matter Number: 58395-3

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	2.90	1,065.00	3,088.50
Brooke K. Brimo	4.40	1,065.00	4,686.00
Caroline Buthe	19.20	880.00	16,896.00
Jacqueline Cloutier	13.90	1,375.00	19,112.50
James B. Dickson	2.30	1,815.00	4,174.50
Rachel Golden	3.00	1,195.00	3,585.00
Derek I. Hunter	5.50	1,735.00	9,542.50
Joshua Korff, P.C.	0.30	2,465.00	739.50
Maddison Levine	9.10	1,465.00	13,331.50
Drew Maliniak	10.60	1,725.00	18,285.00
Dominick Vito Manetta	6.60	880.00	5,808.00
Brian Messing	1.00	1,065.00	1,065.00
Brian Nakhaimousa	9.40	1,465.00	13,771.00
Sarah Osborne	2.00	1,065.00	2,130.00
Thomas Prommer	1.60	1,815.00	2,904.00
Michael A. Sloman	0.40	1,375.00	550.00
Josh Sussberg, P.C.	1.10	2,595.00	2,854.50
Michael Leonard Urschel, P.C.	5.50	2,465.00	13,557.50
TOTALS	98.80		\$ 136,081.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050116031
Matter Number: 58395-3

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Caroline Buthe	3.10	Draft, revise organizational chart.
02/14/25	Brian Nakhaimousa	0.80	Correspond with C. Buthe re organizational structure chart.
02/15/25	Caroline Buthe	0.60	Draft, revise organizational chart.
02/15/25	Maddison Levine	2.30	Review, analyze director resolutions (.5); correspond with D. Hunter, K&E team re same, delegated authority (.4); draft summary re proposed revisions re same (.4); analyze, revise organizational chart (.5); correspond with C. Buthe re same (.3); review, analyze D&O slate re same (.2).
02/15/25	Dominick Vito Manetta	2.60	Draft board resolutions re conflicts committee.
02/15/25	Brian Nakhaimousa	1.00	Review lender NDAs (.5); correspond with D. Manetta re conflicts committee resolutions (.5).
02/16/25	Caroline Buthe	5.50	Draft, revise organizational chart (3.9); correspond with M. Levine, K&E team re same (.2); telephone conference with B. Nakhaimousa re same (.2); telephone conference with M. Levine re same (.1); correspond with S. Rolnik, K&E team re same (.1); correspond with YC team re same (.2); correspond with D. Hunter re same (.1); correspond with document services re same (.2); research re same (.5).
02/16/25	James B. Dickson	2.30	Review, analyze, revise organizational chart.
02/16/25	Rachel Golden	0.40	Correspond with M. Levine, B. Nakhaimousa re intercreditor agreements (.3); correspond with Alix team re same (.1).
02/16/25	Maddison Levine	1.70	Review, revise organizational chart (.4); correspond with C. Buthe re same (.2); review, analyze debt documents re same (.4); review, analyze director resolutions (.4); correspond with D. Hunter, K&E team re same (.3).
02/16/25	Dominick Vito Manetta	3.20	Draft, revise board resolutions board resolutions re conflicts committee.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/16/25	Brian Nakhaimousa	3.60	Correspond with M. Levine re D&O slate (.1); review, comment on organizational structure chart (1.5); correspond with C. Buthe re same (.3); review, revise conflicts committee resolutions (1.2); correspond with D. Manetta re same (.2); correspond with Akin re conflicts committee resolutions (.1); correspond with S. Osborne re SEC matters (.2).
02/16/25	Thomas Prommer	1.00	Telephone conference with Company and 1L advisor re securities laws matters.
02/16/25	Michael Leonard Urschel, P.C.	0.50	Review, analyze documents re securities laws matters.
02/17/25	Brooke K. Brimo	4.40	Review, analyze debt documents (3.9); draft summary re same (.5).
02/17/25	Caroline Buthe	2.70	Revise organizational chart (2.4); correspond with B. Nakhaimousa re same (.1); correspond with YC team re same (.1); correspond with document services re same (.1).
02/17/25	Caroline Buthe	2.50	Draft presentation re upcoming board meeting (2.3); correspond with S. Osborne re same (.1); correspond with R. Golden re same (.1).
02/17/25	Rachel Golden	1.50	Review, revise Board presentation (1.3); correspond with S. Osborne, C. Buthe re same (.2).
02/17/25	Dominick Vito Manetta	0.80	Draft, revise Company board resolutions.
02/17/25	Brian Nakhaimousa	0.40	Correspond with D. Manetta re Conflicts Committee resolutions.
02/17/25	Sarah Osborne	0.90	Draft presentation for board management re case updates.
02/17/25	Michael Leonard Urschel, P.C.	3.50	Telephone conference with 1L advisors re securities law matters (1.0); review, analyze background materials re same (2.5).
02/18/25	Rachel Golden	1.10	Review, revise Board presentations (.9); correspond with M. Levine, K&E team re same (.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Derek I. Hunter	4.50	Telephone conference with J. Sussberg, K&E team, Company, Winston Strawn re BR Audit Committee request (1.5); attend board meeting with J. Sussberg, K&E team, Company, Ducera team, Alix team (1.0); review, analyze board presentation re same (2.0).
02/18/25	Maddison Levine	2.30	Attend board telephone conference (.3); draft notes re same (.2); attend board telephone conference (.4); review, revise materials re same (1.1); correspond with S. Osborne, K&E team re same (.3).
02/18/25	Brian Nakhaimousa	0.70	Attend board meeting (.3); attend board meeting (.4).
02/18/25	Sarah Osborne	1.10	Draft board presentation re case updates, disclosure statement hearing.
02/18/25	Josh Sussberg, P.C.	0.90	Telephone conference with director re board meeting (.1); attend board meeting (.4); attend board meeting (.4).
02/19/25	Michael Leonard Urschel, P.C.	0.50	Review, analyze documents re securities matters.
02/20/25	Caroline Buthe	1.00	Review, revise organizational chart.
02/20/25	Jacqueline Cloutier	2.90	Telephone conference with D. Maliniak, B. Nakhaimousa and M. Levine re cleansing (.5); telephone conference with D. Maliniak re cleansing procedures (.4); review, analyze materials proposed to be cleansed (2.0).
02/20/25	Maddison Levine	0.90	Telephone conference with D. Maliniak, B. Nakhaimousa, J. Cloutier, K&E team re cleansing (.5); review, analyze cleansing materials, issues re same (.4).
02/20/25	Drew Maliniak	2.40	Review, analyze documents re cleansing (.7); telephone conference with J. Cloutier, M. Levine and K&E team re cleansing process (.5); telephone conference with Ducera team re same (.8); correspond with D. Hunter re same (.4).
02/20/25	Brian Nakhaimousa	2.00	Conference with D. Maliniak, K&E team re cleansing matters (.5); correspond with D. Manetta, D. Maliniak, J. Cloutier, AlixPartners re lender NDAs, cleansing (.8); review same (.7).

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Invoice Number: 1050116031
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/20/25	Thomas Prommer	0.60	Telephone conference with Alix team re securities matters (.5); prepare for same (.1).
02/20/25	Michael Leonard Urschel, P.C.	0.50	Telephone conference with Alix team re securities matters.
02/21/25	Caroline Buthe	1.30	Review, revise organizational chart.
02/21/25	Jacqueline Cloutier	1.50	Review and analyze materials proposed to be cleansed (.9); correspond with Ducera team and Paul Hastings team re proposed cleansing (.6).
02/21/25	Drew Maliniak	2.50	Review, analyze documents re cleansing (1.3); correspond with J. Cloutier and M. Levine re same (1.2).
02/21/25	Brian Nakhaimousa	0.20	Correspond with D. Maliniak, J. Cloutier re cleansing matters (.1); review lender NDAs (.1).
02/21/25	Michael Leonard Urschel, P.C.	0.50	Telephone conference with 1L advisors re securities law matters.
02/22/25	Caroline Buthe	0.10	Correspond with M. Levine re organizational chart.
02/23/25	Jacqueline Cloutier	0.40	Telephone conference with D. Maliniak, K&E team, Paul Hastings team re cleansing process.
02/23/25	Derek I. Hunter	1.00	Telephone conference with M. Levine, K&E team, Paul Hastings re cleansing process (.5); prepare for same (.5).
02/23/25	Maddison Levine	0.50	Telephone conference with PH team, D. Maliniak, K&E team re cleansing.
02/23/25	Drew Maliniak	0.50	Telephone conference re cleansing process with J. Cloutier, Paul Hastings team.
02/24/25	Michael Beauchamp	2.90	Draft board minutes for board meetings (2.1); review, analyze materials re same (.6); correspond with M. Levine, B. Nakhaimousa re same (.2).
02/24/25	Caroline Buthe	1.80	Review, analyze documents re cleansing issues (.6); draft cleansing disclaimer (.7); telephone conference with D. Maliniak, Paul Hastings team re cleansing (.5).
02/24/25	Jacqueline Cloutier	1.80	Review, analyze documents re cleansing issues (.6); draft cleansing disclaimer (.7); telephone conference with D. Maliniak, Paul Hastings team re cleansing (.5).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Drew Maliniak	0.70	Telephone conference re potential cleansing with Paul Hastings team and J. Cloutier (.5); prepare for same (.2).
02/24/25	Brian Nakhaimousa	0.30	Correspond with Akin, K&E team re Board resolutions re conflicts committee.
02/25/25	Jacqueline Cloutier	0.70	Review, revise cleansing disclaimer.
02/25/25	Drew Maliniak	0.20	Review, analyze cleansing disclaimer.
02/26/25	Caroline Buthe	0.30	Correspond with D. Hunter re organizational chart (.1); correspond with C. Leodis, K&E team re same (.1); correspond with B. Nakhaimousa, M. Levine re same (.1).
02/26/25	Jacqueline Cloutier	3.60	Telephone conference with the Company re cleansing (.7); review and, analyze cleansing materials re cleansing issues (1.9); review and revise cleansing disclaimer (.5); correspond with Paul Hastings team re cleansing materials (.5).
02/26/25	Joshua Korff, P.C.	0.30	Correspond with D. Maliniak re cleansing process and material non-public information.
02/26/25	Maddison Levine	1.10	Telephone conference with D. Maliniak, K&E team, PH team re cleansing issues (.5); review, analyze cleansing materials re same (.3); review, analyze organizational chart (.2); correspond with C. Buthe re same (.1).
02/26/25	Drew Maliniak	2.40	Review, analyze cleansing materials (1.0); telephone conference with the Company re cleansing process (.7); telephone conference with M. Levine, K&E team, Paul Hastings re same (.5); prepare for same (.2).
02/26/25	Brian Nakhaimousa	0.20	Correspond with M. Sloman, K&E team re cleansing matters.
02/26/25	Michael A. Sloman	0.40	Review, revise cleansing disclosure.
02/27/25	Jacqueline Cloutier	2.50	Telephone conference with D. Maliniak, Paul Hastings team re cleansing (.5); review and analyze materials re cleansing issues (1.0); correspond with Paul Hastings team re cleansing (.5); correspond with Company re same (.5).
02/27/25	Maddison Levine	0.30	Correspond with PH team re cleansing extension (.2); review, analyze NDA re same (.1).

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Invoice Number: 1050116031
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Drew Maliniak	1.20	Review, analyze documents re cleansing issues (.7); telephone conference with J. Cloutier, PH team re same (.5).
02/27/25	Brian Nakhaimousa	0.10	Correspond with C. Buthe re organizational structure chart.
02/28/25	Caroline Buthe	0.30	Review, analyze documents re cleansing issues.
02/28/25	Jacqueline Cloutier	0.50	Review and revise cleansing disclaimer (.2); telephone conference with D. Maliniak and Alix team re cleansing process (.3).
02/28/25	Drew Maliniak	0.70	Analyze documents re cleansing issues (.4); telephone conference with J. Cloutier, Alix team re same (.3).
02/28/25	Brian Messing	1.00	Research, analyze capital structure (.7); draft summary re same (.3).
02/28/25	Brian Nakhaimousa	0.10	Correspond with D. Maliniak, K&E team re cleansing matters.
02/28/25	Josh Sussberg, P.C.	0.20	Telephone conference with disinterested director re case status.
Total		98.80	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
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FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116032

Client Matter: 58395-4

In the Matter of Disclosure Statement/Plan/Confirmation

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 1,354,026.00

Total legal services rendered

\$ 1,354,026.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	9.10	2,015.00	18,336.50
Michael Beauchamp	45.70	1,065.00	48,670.50
Ziv Ben-Shahar	149.30	1,195.00	178,413.50
Jacob E. Black	37.40	1,375.00	51,425.00
Julia F. Burnson	0.90	685.00	616.50
Caroline Buthe	31.00	880.00	27,280.00
Aislinn Comiskey	15.50	880.00	13,640.00
James B. Dickson	0.50	1,815.00	907.50
Julia Fletcher	15.10	880.00	13,288.00
Rachel Golden	13.20	1,195.00	15,774.00
Susan D. Golden	0.50	1,795.00	897.50
Jeffrey Ross Goldfine	2.30	1,745.00	4,013.50
Nicole L. Greenblatt, P.C.	49.30	2,595.00	127,933.50
Grace Hartnett	0.60	1,025.00	615.00
Derek I. Hunter	67.90	1,735.00	117,806.50
Sarah Jones	16.80	880.00	14,784.00
Michael David Lehavi	0.50	1,025.00	512.50
Maddison Levine	69.10	1,465.00	101,231.50
Drew Maliniak	2.40	1,725.00	4,140.00
Dominick Vito Manetta	22.60	880.00	19,888.00
Mark McKane, P.C.	8.70	2,265.00	19,705.50
Brian Messing	16.80	1,065.00	17,892.00
Brian Nakhaimousa	90.30	1,465.00	132,289.50
Sarah Osborne	97.50	1,065.00	103,837.50
Thomas Prommer	1.10	1,815.00	1,996.50
Joshua Raphael	31.40	1,195.00	37,523.00
Gregory B. Sanford	2.50	1,745.00	4,362.50
Michael A. Sloman	12.40	1,375.00	17,050.00
Josh Sussberg, P.C.	28.10	2,595.00	72,919.50
Ishaan G. Thakran	17.30	1,065.00	18,424.50
Luz Tur-Sinai Gozal	4.20	880.00	3,696.00
Matthew Calloway Walker	3.50	1,025.00	3,587.50

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<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Quin Wetzel	76.60	1,065.00	81,579.00
Mary Catherine Young	66.10	1,195.00	78,989.50
TOTALS	1,006.20		\$ 1,354,026.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Michael Beauchamp	2.50	Review, analyze plan, Committee settlement terms, related litigation trust considerations (.9); draft summary re same (.5); review, analyze disclosure statement motion, related materials (.7); draft summary re same (.4).
02/14/25	Michael Beauchamp	0.60	Review, analyze motion to terminate exclusivity (.4); draft summary re same (.2).
02/14/25	Ziv Ben-Shahar	6.90	Analyze issues re objections to disclosure statement (2.8); review, analyze disclosure statement re same (2.5); review, analyze chapter 11 plan (1.6).
02/14/25	Aislinn Comiskey	2.30	Research re DS objections (1.8); draft summary re same (.4); correspond with M. Levine, K&E team re same (.1).
02/14/25	Derek I. Hunter	12.40	Conferences with M. Levine, K&E team, Company advisors re work in process, related disclosure statement and confirmation issues (1.5); correspond with M. Levine, K&E team, Company advisors re same (1.5); analyze and revise work product and summaries re same (2.9); conference with J. Sussberg, K&E team, lender advisors re same (.5); review, analyze disclosure statement objection (1.0); correspond with lender advisors, M. Levine, K&E team re disclosure statement approval issues, next steps (1.5); review, analyze open issues, plan, disclosure statement (1.7); correspond with B. Nakhaimousa, K&E team re privileged analyses (1.8).
02/14/25	Maddison Levine	3.60	Review, analyze plan, disclosure statement (2.1); correspond with B. Nakhaimousa, K&E team re revisions for same (1.1); correspond with B. Nakhaimousa, K&E team re disclosure statement hearing presentation (.4).
02/14/25	Dominick Vito Manetta	4.40	Research re plan, confirmation precedent (1.8); research re third party releases (1.2); review, analyze first day declaration re plan and disclosure statement (1.4).
02/14/25	Mark McKane, P.C.	0.80	Analyze most recently filed plan and disclosure statement revisions.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
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Invoice Number: 1050116032
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Brian Nakhaimousa	4.20	Conference with N. Greenblatt, K&E team re deal status, next steps, related strategy and tactics (.5); correspond with M. Levine re amended plan and disclosure statement (.2); review, analyze plan, disclosure statement and disclosure statement objections (3.5).
02/14/25	Sarah Osborne	7.10	Research re exclusivity (.4); review, analyze case filings re exclusivity (.6); summarize same (3.9); review, revise same (2.2).
02/14/25	Josh Sussberg, P.C.	0.90	Prepare for disclosure statement hearing and status conference.
02/14/25	Josh Sussberg, P.C.	0.10	Telephone conference with Akin team re confirmation issues.
02/14/25	Ishaan G. Thakran	0.50	Draft, review, revise disclosure statement objection summary.
02/14/25	Quin Wetzel	4.90	Research case law re disclosure statement issues (1.8); review, analyze U.S. Trustee objection to disclosure statement (1); draft arguments re same (1.7); correspond with M. Beauchamp, S. Osborne, M. Young, K&E team re same (.4).
02/14/25	Mary Catherine Young	8.00	Review, analyze disclosure statement issues (2.4); correspond with B. Nakhaimousa, M. Levine, K&E team re same (.9); conference with B. Nakhaimousa, M. Levine, K&E team re same (.6); review, analyze disclosure statement objections (1.4); review, analyze research summary re same (2.7).
02/15/25	Michael Beauchamp	4.60	Review, revise disclosure statement (.8); draft summary re litigation trusts re disclosure statement considerations (1.5); revise disclosure statement objection summary (1.4); review, analyze disclosure statement precedent (.3); correspond with M. Young, K&E team re same (.6).
02/15/25	Ziv Ben-Shahar	12.10	Review, revise disclosure statement order (3.8); further revise disclosure statement order re plan revisions (3.0); draft, review, revise ballots re same (2.6); correspond with M. Levine, Q. Wetzel, K&E team re disclosure statement order (1.3); analyze issues re disclosure statement exhibits (1.4).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Caroline Buthe	7.30	Draft, review, revise presentation re disclosure statement hearing (3.9); further review, revise same (3.0); telephone conference with M. Levine, K&E team re same (.2); correspond with M. Levine, K&E team re same (.2).
02/15/25	Aislinn Comiskey	3.30	Draft, review, revise presentation re disclosure statement (2.7); correspond with M. Levine, K&E team re same (.6).
02/15/25	Julia Fletcher	1.60	Draft presentation re disclosure statement hearing, status conference.
02/15/25	Derek I. Hunter	1.40	Review, analyze plan and disclosure statement (1.0); conferences with M. Levine, K&E team re same (.4).
02/15/25	Derek I. Hunter	4.00	Conference with Paul Hastings team re open issues, plan and related disclosure statement (1.0) correspond with Paul Hastings re same (.7); review, analyze plan, disclosure statement (1.1); correspond with M. Levine, K&E team re same (.5); conferences with B. Nakhaimousa, K&E team re same (.7).
02/15/25	Maddison Levine	7.60	Analyze, revise plan, disclosure statement (3.9); correspond with B. Nakhaimousa re issues re same (.6); correspond with J. Sussberg, K&E team re confirmation timeline (.4); draft summary re same (.3); draft outline re disclosure statement hearing presentation (.6); correspond with B. Nakhaimousa, K&E team re same (.3); review, analyze summary re valuation report, history re same (.4); correspond with A. Comiskey, K&E team re same (.2); review, analyze solicitation procedures (.6); correspond with Z. Ben-Shahar, K&E team re same (.3).
02/15/25	Drew Maliniak	1.90	Review and revise plan and disclosure statement re securities laws matters (1.5). correspond with M. Levine re same (.4).
02/15/25	Mark McKane, P.C.	0.90	Conference with M. Levine, K&E team re updating disclosure statement, governance, scheduling (.6); correspond with M. Levine, K&E team re disclosure statement order (.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Brian Nakhaimousa	9.80	Conference with N. Greenblatt, K&E team re deal status, next steps (.5); conference with J. Raphael re plan (.5); review, revise case summary (.4); review, analyze plan confirmation issues (.4); correspond with D. Manetta, K&E team re same (.1); correspond with A. Sexton re plan and disclosure statement (.5); correspond with Z. Ben-Shahar, K&E team re DS order and related exhibits (.5); review same (1.0); review, analyze precedent re plan confirmation issues (1.0); correspond with D. Hunter, K&E team re plan confirmation matters (.3); review, revise disclosure statement (1.2); correspond with M. Young, K&E team re same (.1); correspond with M. Levine, C. Buthe re disclosure statement hearing presentation (.5); review, revise same (1.1); review, revise confirmation hearing notice (.5); correspond with Q. Wetzel, K&E team re same (.1); review, comment on DS order ballots (1.0); correspond with Q. Wetzel, K&E team re same (.1).
02/15/25	Sarah Osborne	10.90	Research, analyze issues re exclusivity (1.8); draft summary re same (.4); draft, analyze summary re disclosure statement objections (2.7); draft disclosure statement hearing presentation (3.9); revise same (2.1).
02/15/25	Joshua Raphael	6.50	Analyze, revise plan (3.1); further revise plan (3.3); conference with B. Nakhaimousa, M. Levine re plan (.1).
02/15/25	Josh Sussberg, P.C.	1.60	Telephone conference with W&C re matter status (.2); telephone conference with independent director re status, next steps re disclosure statement hearing (.2); telephone conference with Akin re status (.2); telephone conference with PH team re status (.1); review, analyze background materials re same (.1); telephone conference with D. Hunter, K&E team re next steps re plan, disclosure statement (.5); correspond with N. Greenblatt, K&E team re lender discussions (.2); correspond with management re next steps re disclosure statement (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Ishaan G. Thakran	1.20	Review, revise summary re disclosure statement objections (.3); correspond with S. Osborne, K&E team re same (.2); research re opts (.5); correspond with M. Young, K&E team re same (.2).
02/15/25	Quin Wetzel	13.90	Review, analyze U.S. Trustee objection to disclosure statement (.9); revise objection summary re same (1.6); correspond with M. Young, K&E team re same (.3); review, revise disclosure statement order (3.4); review, analyze precedent re same (1.1); review, revise solicitation ballots (3.8); correspond with Z. Ben-Shahar, K&E team re same (.6); review, revise confirmation hearing notice (1.8); correspond with B. Nakhaimousa, K&E team re same (.4).
02/15/25	Mary Catherine Young	10.00	Review, revise disclosure statement (3.5); review, revise disclosure objection summary (1.5); review, revise disclosure statement hearing presentation (2.9); review, revise disclosure statement (2.1).
02/16/25	Michael Beauchamp	5.60	Review, analyze disclosure statement precedent (.6); revise summary re disclosure statement objections (1.8); correspond with I. Thakran, S. Osborne, K&E team re same (.6); review, revise disclosure statement (1.3); review, analyze disclosure statement, related materials re same (.8); correspond with M. Young, K&E team re same (.5).
02/16/25	Ziv Ben-Shahar	15.20	Review, revise disclosure statement order (3.0); review, analyze precedent re disclosure statement orders (.7); further review, revise disclosure statement order (1.2); revise confirmation schedule (1.8); review, revise ballots (3.1); correspond with Q. Wetzel, K&E team re same (.8); correspond with M. Levine, B. Nakhaimousa, K&E team re disclosure statement order (.7); review, revise disclosure statement hearing presentation insert (2.6); correspond with C. Buthe, K&E team re same (.1); further revise disclosure statement order (1.2).
02/16/25	Caroline Buthe	1.70	Review, revise disclosure statement.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/16/25	Caroline Buthe	2.80	Revise presentation re disclosure statement hearing (2.4); correspond with YC team re same (.2); correspond with M. Levine, K&E team re same (.2).
02/16/25	Aislinn Comiskey	0.10	Correspond with M. Levine, K&E team re liquidation analysis.
02/16/25	James B. Dickson	0.50	Review and comment on plan.
02/16/25	Julia Fletcher	1.60	Review and revise disclosure statement.
02/16/25	Julia Fletcher	0.90	Review and revise disclosure statement hearing presentation.
02/16/25	Nicole L. Greenblatt, P.C.	10.50	Review, revise disclosure statement, plan, related materials (3.9); correspond and conferences with Company, J. Sussberg, K&E team re same, settlement, next steps (3.1); review, analyze issues, pleadings, materials re same (2.1); prepare for disclosure statement hearing (1.4).
02/16/25	Derek I. Hunter	2.90	Analyze deal considerations and related issues (1.5); correspond with M. Levine, K&E team re plan and disclosure statement comments (1.1); conference with B. Nakhaimousa, K&E team re same (.3).
02/16/25	Derek I. Hunter	5.00	Conference with N. Greenblatt, K&E team, Company, Ducera, AlixPartners re work in process, deal status, next steps re disclosure statement hearing (1.0); correspond with J. Raphael, K&E team re plan, disclosure statement (.7); review, analyze documentation of same and comment on same (1.3); conferences with lender advisors re same (1.1); correspond with lender advisors re same (.9).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

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02/16/25	Maddison Levine	10.70	Review, revise disclosure statement hearing presentation (1.4); correspond with B. Nakhaimousa, K&E team re same (.8); review, revise disclosure statement scheduling motion, order, related exhibits (2.3); correspond with Z. Ben-Shahar, K&E team re same (.6); review, analyze precedent re same (.5); review, revise plan, disclosure statement (2.9); correspond with J. Raphael, K&E team re same (.5); conferences with B. Nakhaimousa, J. Raphael re Plan (.6); review, analyze liquidation analysis (.4); correspond with N. Greenblatt, K&E team re same (.2); correspond with M. Young, K&E team re disclosure statement objection chart, next steps (.3); review, analyze intercreditor agreement re same (.2).
02/16/25	Dominick Vito Manetta	5.70	Review, revise disclosure statement hearing presentation insert (1.9); research re disclosure statement order precedent (.6); research re approved confirmation timelines (1.9); research re plan precedent (.2) review, revise disclosure statement (1.1).
02/16/25	Mark McKane, P.C.	0.90	Conference with Company, N. Greenblatt, K&E team, Ducera, AlixPartners re disclosure statement, deal status (.5); review proposed revised confirmation schedule (.3); correspond with D. Hunter, K&E team re same (.1).
02/16/25	Brian Nakhaimousa	8.80	Correspond with AlixPartners re liquidation analysis (.1); review liquidation analysis (2.2); correspond with M. Young re same (.1); correspond with J. Raphael re disclosure statement (.3); review, revise disclosure statement (1.3); correspond with M. Young, K&E team re same (.3); correspond with J. Raphael re plan (.5); correspond with Q. Wetzel, Z. Ben-Shahar re DS order (.2); review, comment on plan (3.2); correspond with J. Raphael, M. Levine re same (.2); correspond with D. Hunter re professional fee forecasts (.4).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/16/25	Sarah Osborne	13.90	Research, analyze precedent re disclosure statement considerations (2.1); revise disclosure statement re schedule and objections (3.6); review, analyze disclosure statement (3.7); correspond with M. Young, K&E team re same (.4); review, revise objection summary (3.0); review, revise disclosure statement hearing presentation (1.1).
02/16/25	Joshua Raphael	11.50	Revise, analyze plan (3); further revise, same (3.9); correspond with M. Levine, K&E team re same (1.2); revise plan re same (2.1); draft disclosure statement (1.0).
02/16/25	Michael A. Sloman	5.90	Review, analyze plan and disclosure statement (2.6); correspond with M. Levine, K&E team re same (.5); review, revise liquidation analysis (1.1); review, revise disclosure statement order (1.7).
02/16/25	Josh Sussberg, P.C.	0.50	Review, analyze issues re adequate protection and valuation.
02/16/25	Josh Sussberg, P.C.	5.30	Telephone conference with N. Greenblatt, K&E team, AlixPartners, Ducera, Company re deal status, case strategy, next steps (.8); telephone conference with Lazard team re same (.3); telephone conference with AlixPartners team re same (.2); telephone conference with independent director re status, next steps (.3); telephone conference with Lazard team, N. Greenblatt re same (.5); telephone conference with Pachulski re same (.5); telephone conference with Akin team re same (.2); prepare for status conference (1.0); review, analyze intercreditor agreement (.3); telephone conference with M. McKane, K&E team re status conference (.4); telephone conferences with Company re same (.8).
02/16/25	Ishaan G. Thakran	4.30	Review, revise draft disclosure statement (3.5); correspond with M. Young, K&E team re same (.3); research re same (.5).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
 Matter Number: 58395-4

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02/16/25	Quin Wetzel	13.70	Review, revise disclosure statement order (3.2); correspond with Z. Ben-Shahar, K&E team re same (.8); revise disclosure statement ballots, solicitation materials (3.4); further revise same (.6); correspond with Z. Ben-Shahar re same (1.0); revise confirmation hearing notice (1.5); correspond with Z. Ben-Shahar re same (.5); review Committee letter in support (1.0); revise notice of further revision (1.0); correspond with PH, YC and Akin teams re same (.7).
02/16/25	Mary Catherine Young	15.00	Review, revise disclosure statement (3.8); research re adequacy of same (2.7); correspond with B. Nakhaimousa, K&E team re same (2.1); conference with B. Nakhaimousa, K&E team re same (1.5); further review, revise disclosure statement (3.4); review, analyze disclosure statement objections (1.5).
02/17/25	Michael Beauchamp	8.90	Revise summary of disclosure statement objections (3.1); review, analyze objections, related materials re same (.9); correspond with M. Young, K&E team re same (.8); review, revise summary re U.S. Trustee objection (.8); correspond with D. Manetta re same (.3); review, revise disclosure statement (3.0).
02/17/25	Ziv Ben-Shahar	17.80	Review, research, analyze issues re plan confirmation (1.8); review, revise disclosure statement order (2.6); review, revise ballots (3.6); further review, revise ballots (.5); review, revise confirmation schedule (.8); draft, review, revise notice of non-voting status (2.7); correspond with Q. Wetzel, K&E team re disclosure statement order exhibits (1.3); draft notices of revised plan and disclosure statement (.6); draft notice of revised disclosure statement order (.7); correspond with M. Sloman, K&E team re same (.3); correspond with PSZJ team re Committee letter (.3); further revise disclosure statement order (1.4); further revise disclosure statement exhibits (1.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

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02/17/25	Caroline Buthe	2.80	Review, revise disclosure statement (1.7); research re same (.8); further revise and prepare to file same (.3).
02/17/25	Caroline Buthe	3.00	Review, revise presentation re disclosure statement hearing (2.7); research re same (.2); telephone conference with R. Golden, S. Osborne, K&E team re same (.1).
02/17/25	Aislinn Comiskey	4.90	Review, revise plan (4.6); correspond with J. Fletcher, D. Manetta re same (.3).
02/17/25	Julia Fletcher	7.70	Review and revise disclosure statement (3.3); research re lease counterparty language in disclosure statement order (.7); review and revise committee letter (.8); review and revise plan (2.9).
02/17/25	Rachel Golden	4.10	Review, revise disclosure statement hearing presentation insert (3.9); correspond with S. Osborne, C. Buthe re same (.2).
02/17/25	Nicole L. Greenblatt, P.C.	5.90	Review, comment on disclosure statement hearing presentation (1.7); review and comment on revised plan documents (3.1); correspond with D. Hunter, K&E team re retention matters (.2); conference with D. Hunter re same (.4); telephone conference D. Hunter, K&E team, Paul Hastings, SteerCo re status, hearing (.5).
02/17/25	Nicole L. Greenblatt, P.C.	2.00	Conference with D. Hunter, K&E team, management and company advisors re deal status (1.0); telephone conference with Wilkie re case background (1.0).
02/17/25	Nicole L. Greenblatt, P.C.	0.50	Correspond with D. Hunter, K&E team re retention matters (.1); conference with D. Hunter re same (.4).
02/17/25	Derek I. Hunter	4.10	Conference with N. Greenblatt, K&E team, Company, Ducera, AlixPartners re deal, next steps (1.0); review, analyze deal considerations and related issues re same (2.0); correspond with M. Levine, K&E team re same (1.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

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02/17/25	Derek I. Hunter	6.40	Correspond with PSZJ, Z. Ben-Shahar, K&E team re DS order and related exhibits (.3); review, revise plan (2.4); correspond with J. Raphael, K&E team re same (.3); correspond with Akin re delegation of authority (.3); review, revise disclosure statement (2.5); correspond with M. Young, K&E team re same (.2); review, comment on DS hearing presentation materials (.4).
02/17/25	Maddison Levine	12.20	Review, revise disclosure statement motion, order, related exhibits (1.1); review, analyze issues re plan re confirmation (.9); correspond with D. Hunter, K&E team re same (.2); conference with D. Hunter, K&E team re same (.3); review, revise plan, disclosure statement (3.3); review, analyze issues, open items re same (1.2); correspond and conference with B. Nakhaimousa, K&E team re same (.3); conference with B. Nakhaimousa, K&E team re same (.3); review, analyze disclosure statement objection summary (.4); review, analyze objections re same (.4); correspond with M. Young, K&E team re same (.4); correspond with M. McKane, K&E team re confirmation timeline (.6); review, analyze local rules, issues re same (.5); review, revise disclosure statement hearing presentation (1.3); correspond with S. Osborne, K&E team re same (.4); review, revise notices re revised filings (.4); correspond with Z. Ben-Shahar, YC team re same (.2).
02/17/25	Drew Maliniak	0.50	Correspond with J. Raphael re securities law disclosure in plan and disclosure statement.
02/17/25	Dominick Vito Manetta	8.90	Review, revise disclosure statement (2.3); research re causes of action (.4); draft issues list re U.S. Trustee objection (1.4); review, revise plan (2.4); further review, revise plan (2.4).
02/17/25	Mark McKane, P.C.	1.30	Review, analyze objections to disclosure statement.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/17/25	Brian Nakhaimousa	13.20	Conference with YC, M. Levine, K&E team re plan (.5); review, revise plan (.5); correspond with J. Raphael re same (.1); conference with J. Raphael, K&E team re plan, disclosure statement (.5); review, revise DS hearing presentation (1.0); correspond with D. Manetta, K&E team re same (.4); correspond with M. Young, K&E team re disclosure statement (.7); review, revise same (3.5); further review, revise same (1.5); correspond with M. Levine, AlixPartners, K&E team re professional fee forecasts re DS hearing presentation (.4); correspond with Q. Wetzel re DS order, Z. Ben-Shahar (.2); correspond with AlixPartners re disclosure statement (.3); correspond with AlixPartners re plan (.1); correspond with D. Hunter, K&E team re plan (.2); review, analyze GUC estimates and projected recoveries (.5); correspond with AlixPartners re same (.3); review, analyze disclosure statement issues, related plan confirmation issues (2.5).
02/17/25	Sarah Osborne	14.70	Review, revise disclosure statement objection summary (3.8); review, revise disclosure statement (1.9); review, analyze issues re same (1.4); revise disclosure statement hearing presentation (7.6).
02/17/25	Thomas Prommer	1.10	Review, analyze disclosure statement.
02/17/25	Joshua Raphael	8.30	Review, revise plan 6.2); correspond with M. Levine, K&E team re same (.3) analyze correspondence from M. Levine, K&E team re same (1.1); conference with M. Levine, K&E team re next steps re plan (.2); conference with YC team re plan (.5).
02/17/25	Michael A. Sloman	4.70	Review, revise notices re revised plan, disclosure statement, disclosure statement order (.7); review, revise disclosure statement order exhibits (1.1); review, revise disclosure statement (2.9).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/17/25	Josh Sussberg, P.C.	3.70	Telephone conference with Company re deal status, related considerations (.3); prepare for disclosure statement hearing (.1); telephone conference with Company re plan, case status (.1); review, analyze confirmation adjournment motion (.3); correspond with White & Case team re same (.2); prepare for status conference re same (.5); review, analyze confirmation schedule (.2); telephone conference with Paul Hastings team, lenders re deal status, confirmation schedule (.5); telephone conference with HPS re same (.2); telephone conference with Company re settlement, lender conference (.2); correspond with White & Case re same (.1); further prepare for status conference (.8); correspond with D. Hunter, K&E team re disclosure statement (.2).
02/17/25	Ishaan G. Thakran	7.40	Review, revise draft disclosure statement (6.4); correspond with M. Young, K&E team re same (1.0).
02/17/25	Quin Wetzel	15.80	Revise disclosure statement order (2.9); revise disclosure statement ballots (3.1); revise notice of non-voting status (2.2); revise confirmation hearing notice (2.7); review, revise disclosure statement re plan terms (1.9); review, analyze debtor releases in plan (.9); correspond with M. Levine, Z. Ben-Shahar, B. Nakhaimousa, K&E team re same (1.0); review, revise disclosure statement order (1.1).
02/17/25	Mary Catherine Young	13.40	Review, revise disclosure statement (7.2); research re same (2.0); correspond with B. Nakhaimousa, K&E team re same (2.7); conferences with B. Nakhaimousa, K&E team re same (1.5).
02/18/25	Bill Arnault, P.C.	3.00	Review and analyze background materials and pleadings re disclosure statement (2.1); review, analyze disclosure statement hearing presentation (.4); correspond with J. Goldfine, K&E team re same and disclosure statement issues (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Michael Beauchamp	5.60	Review, analyze disclosure statement exhibits, related materials (1.6); revise same (2.9); correspond with Q. Wetzel, K&E team, Alix team, Kroll team re same (1.1).
02/18/25	Ziv Ben-Shahar	16.30	Revise filing version of disclosure statement order, exhibits (1.3); analyze issues re filing of plan, disclosure statement, and disclosure statement order (.6); correspond with J. Sussberg, K&E team re same (.5); correspond with Kroll team re disclosure statement order (.7); analyze issues re solicitation (.6); revise disclosure statement order (3.7); analyze issues re ballots, notice of non-voting status (1.3); review, analyze plan (2.8); review, analyze disclosure statement (3.4); conferences with M. Levine, K&E team re disclosure statement order (1.4).
02/18/25	Caroline Buthe	1.40	Revise disclosure statement for filing.
02/18/25	Caroline Buthe	10.00	Review, revise presentation re disclosure statement hearing (3.9); further review, revise same (1.5); conference with D. Manetta, K&E team re same (.4); further review, revise slides re same (3.8); telephone conference with S. Osborne, K&E team re same (.1); telephone conference with D. Manetta, K&E team re same (.3).
02/18/25	Aislinn Comiskey	0.10	Correspond with S. Osborne re disclosure statement presentation.
02/18/25	Julia Fletcher	3.30	Revise disclosure statement for filing (2.1); review and revise milestone summary (1.2).
02/18/25	Rachel Golden	6.20	Review, revise disclosure statement hearing presentation (3.9); further revise same (1.7); correspond with S. Osborne, C. Buthe re same (.6).
02/18/25	Nicole L. Greenblatt, P.C.	11.50	Disclosure hearing preparation with J. Sussberg, K&E team, including review of background materials and comments on hearing presentation materials.
02/18/25	Derek I. Hunter	1.00	Conference with Company, M. Levine, K&E team, Ducera team, Alix team re deal status, related considerations.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Maddison Levine	7.80	Review, revise plan, disclosure statement (2.1); correspond with J. Raphael, K&E team re same (.9); conference with J. Raphael, K&E team re same (.2); review, revise disclosure statement hearing presentation (1.8); correspond with J. Sussberg, K&E team re same (.4); conferences with B. Nakhaimousa, K&E team re same (.8); review, analyze disclosure statement objections (.7); correspond with YC team, M. Young, K&E team re same (.3); correspond with Z. Ben-Shahar, K&E team, Kroll team re solicitation, class report (.4); review, analyze issues re same (.2).
02/18/25	Dominick Vito Manetta	3.30	Review, revise disclosure statement (.7); review, revise plan (.7); revise disclosure statement hearing presentation (1.9).
02/18/25	Mark McKane, P.C.	0.50	Review, revise disclosure statement hearing presentation.
02/18/25	Brian Nakhaimousa	7.30	Review, revise plan (1.1); review, revise disclosure statement (1.0); correspond with M. Levine, K&E team re plan and disclosure statement (.6); correspond with YC, Z. Ben-Shahar re DS order (.4); review, comment on same (1.4); conference with S. Osborne, K&E team re hearing presentation (.3); review, comment on same (2.0); correspond with Paul Hastings, Akin, White & Case, AlixPartners, re Disclosure Statement (.5).
02/18/25	Sarah Osborne	10.70	Revise disclosure statement hearing presentation (7.8); correspond with M. Levine, K&E team re same (.4); analyze issues re same (1.4); review, revise disclosure statement objection summary (1.1).
02/18/25	Joshua Raphael	1.00	Review, revise plan (.4); conference with M. Levine, K&E team re same (.3); review, analyze materials re same, hearing presentation (.3).
02/18/25	Michael A. Sloman	1.50	Review, revise exhibits to disclosure statement order.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Josh Sussberg, P.C.	5.40	Review, revise disclosure statement hearing presentation (1.0); correspond with M. Levine, K&E team re same (.3); prepare for disclosure statement hearing (1.1); review, analyze documentation re same (1.1); conferences with N. Greenblatt, K&E team re hearing preparation, disclosure statement revisions (1.4); correspond with N. Greenblatt, K&E team re disclosure statement revisions (.3); telephone conference with W&C re disclosure statement hearing (.1); telephone conference with Company re status re same (.1).
02/18/25	Ishaan G. Thakran	3.90	Review, revise disclosure statement hearing presentation (2.9); correspond with M. Levine, K&E team re same (.5); conferences with R. Golden, K&E team re same (.5).
02/18/25	Quin Wetzel	1.60	Review, analyze disclosure statement exhibits (1.0); prepare filing version (.4); correspond with YC team re filing (.2).
02/18/25	Quin Wetzel	9.00	Review, revise disclosure statement order (2.6); review, revise solicitation materials, ballots (3.1); review, revise confirmation hearing notice (1.1); review, revise filing notice (.9); correspond with Z. Ben-Shahar re same (.5); correspond with PH, Akin, PSZJ teams re same (.4); finalize, prepare filing versions of same (.4).
02/18/25	Mary Catherine Young	1.30	Conference with B. Nakhaimousa, K&E team re disclosure statement issues (.9); review, revise materials for hearing re same (.4).
02/18/25	Mary Catherine Young	1.10	Review, analyze disclosure statement objection (.3); conference with objector re same (.3); correspond with objector re same (.5).
02/19/25	Bill Arnault, P.C.	2.00	Review and analyze revised disclosure statement (1.8); telephone conference with J. Goldfine re disclosure statement hearing (.2).
02/19/25	Michael Beauchamp	4.90	Revise disclosure statement exhibits (3.9); correspond with Kroll team, Z. Ben-Shahar, Q. Wetzel, K&E team re same (1.0).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Ziv Ben-Shahar	8.40	Revise disclosure statement order (3.8); analyze issues re confirmation schedule (1.3); correspond with Kroll team re solicitation (1.0); analyze issues re solicitation procedures (2.3).
02/19/25	Caroline Buthe	0.50	Revise slides for disclosure statement hearing (.3); correspond with S. Osborne, K&E team re same (.2).
02/19/25	Rachel Golden	2.50	Review, revise disclosure statement hearing presentation (2.1); correspond with S. Osborne re same (.4).
02/19/25	Jeffrey Ross Goldfine	1.90	Review and analyze revised disclosure statement (1.3); correspond with M. McKane and B. Arnault, K&E team re proposed confirmation schedule (.6).
02/19/25	Nicole L. Greenblatt, P.C.	3.50	Conferences and correspond with J. Sussberg, K&E team, lenders counsel re deal, settlement status, plan, and disclosure statement (2.2); review, revise disclosure statement, plan documents (1.3).
02/19/25	Derek I. Hunter	3.00	Review, revise plan, disclosure statement, related materials (2.4); correspond with M. Levine, K&E team re same (.6).
02/19/25	Maddison Levine	8.00	Review, revise plan, disclosure statement (2.7); correspond and conferences with J. Sussberg, K&E team re same (2.4); review, revise disclosure statement scheduling order, related exhibits (1.4); review, analyze timeline issues (.8); correspond and conference with M. McKane, K&E team re same (.7).
02/19/25	Mark McKane, P.C.	2.80	Correspond with Paul Hastings, PSZJ, W&C, D. Hunter, K&E team, U.S. Trustee re potential consensus re disclosure statement and scheduling.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Brian Nakhaimousa	12.90	Review, revise disclosure statement (7.8); correspond with YC re disclosure statement (.5); correspond with Paul Hastings, PSZJ, W&C, D. Hunter, K&E team, U.S. Trustee re same (.7); office conferences with Paul Hastings, PSZJ, W&C, D. Hunter, K&E team, U.S. Trustee re same (1.2); correspond with Q. Wetzel, K&E team re DS order (.8); correspond with J. Raphael, K&E team re plan (.4); review, conference with S. Osborne, K&E team re disclosure statement hearing presentation (1.5).
02/19/25	Sarah Osborne	7.20	Review, revise disclosure statement hearing presentation (3.3); further review, revise same (1.0); correspond with N. Greenblatt, K&E team re same (.6); review, analyze issues re disclosure statement (1.9); review, revise same (.4).
02/19/25	Joshua Raphael	0.90	Review, revise plan (.8); review, analyze hearing presentation (.1).
02/19/25	Josh Sussberg, P.C.	4.30	Review, revise disclosure statement hearing presentation (1.1); conference with Paul Hastings, PSZJ, W&C, D. Hunter, K&E team, U.S. Trustee re disclosure statement revisions, litigation schedule (2.4); telephone conference with N. Greenblatt re disclosure statement revisions (.3); correspond with M. Levine, K&E team re same (.2); correspond with counsel to 1L and 2L lenders re settlement meetings (.3).
02/19/25	Matthew Calloway Walker	3.10	Review AHG statement in support of approval of debtors' proposed disclosure statement (.1); review, analyze Willkie declaration in support of Debtors' omnibus disclosure statement reply (.1); review, analyze first day declaration (2.2); review, analyze declaration in support of objection to disclosure statement (.7).
02/19/25	Quin Wetzel	10.80	Review, revise disclosure statement order (3.7); review, revise disclosure statement exhibits (3.7); further review, revise same (.6); correspond with Z. Ben-Shahar, B. Nakhaimousa, K&E team re same (.9); review, revise disclosure statement (1.9).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Mary Catherine Young	4.40	Analyze disclosure statement issues re hearing (2.5); review, revise disclosure statement (1.3); correspond with PSZJ, PH, W&C teams re same (.6).
02/20/25	Bill Arnault, P.C.	1.00	Telephone conference with PH team re disclosure statement hearing and related matters (.5); telephone conference with Company re same (.5).
02/20/25	Bill Arnault, P.C.	1.40	Review, analyze contested disclosure statement issues (.7); review, analyze disclosure statement re same (.7).
02/20/25	Michael Beauchamp	5.90	Revise, analyze disclosure statement order, related exhibits (3.9); correspond with M. Levine, B. Nakhaimousa, K&E team, YC team re same (.8); analyze, prepare same for filing (1.2).
02/20/25	Ziv Ben-Shahar	18.20	Conference with Kroll team re solicitation (.3); analyze issues re solicitation (3.6); research re same (1.0); correspond with B. Nakhaimousa, K&E team, Alix team, Kroll team re solicitation (1.4); review, analyze disclosure statement order (2.8); review, analyze plan (1.9); review, analyze solicitation versions (.4); revise ballots, disclosure statement exhibits (2.8); coordinate filing re same (.3); conference with M. Levine re disclosure statement order (.3); correspond with M. Beauchamp, Q. Wetzel, K&E team re disclosure statement order and exhibits (1.6); analyze issues re same (1.8).
02/20/25	Aislinn Comiskey	0.40	Correspond with M. Young, K&E team, YC team re disclosure statement exhibits.
02/20/25	Rachel Golden	0.40	Conference with lenders, M. Levine, K&E team re deal status, related considerations.
02/20/25	Nicole L. Greenblatt, P.C.	4.20	Review, analyze revised plan and disclosure statement (2.0); correspond with D. Hunter, K&E team re W&C comments on same (.5); telephone conference with Paul Hastings re open issues on confirmation timeline and exit matters (.3); correspond with Paul Hastings re same (.7); correspond with AlixPartners team re disclosure statement, plan and next steps (.7).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/20/25	Derek I. Hunter	6.00	Review, revise disclosure statement order (1.1); correspond with M. McKane, K&E team re same (.4); correspond with Company re insurance matters (.2); review, comment on disclosure statement (1.3); correspond with B. Nakhaimousa, K&E team re same (.3); correspond with creditors re cure, claims reconciliation matters (.5); correspond with Company advisors re deal matters (.7); conferences with B. Nakhaimousa, M. Levine re deal, next steps (.5); review, analyze open issues, related strategy and next steps re same (1.0).
02/20/25	Derek I. Hunter	1.90	Correspond with Paul Hastings re same (.7); conference with Company, Ducera, N. Greenblatt, K&E team, AlixPartners re status, next steps (.5); correspond with N. Greenblatt, K&E team re plan (.5); review, analyze issues re same (.2).
02/20/25	Maddison Levine	6.10	Review, revise plan, disclosure statement (2.3); correspond with D. Hunter, K&E team, advisors re same (.8) conference with D. Hunter, K&E team, advisors re same (.4); conferences with Kroll team, Z. Ben-Shahar re solicitation (.5); review, revise disclosure statement scheduling order re same (2.1).
02/20/25	Mark McKane, P.C.	0.70	Analyze, revise disclosure statement (.4); conference with B. Arnault re liquidation analysis (.3).
02/20/25	Brian Nakhaimousa	4.60	Correspond with J. Raphael, M. Levine re plan (.4); review, PH comments to same (.7); correspond with M. Young, M. Levine re DS (1.1); review, revise DS (1.9); correspond with PSZJ re DS (.2); review draft GUC class estimate (.3).
02/20/25	Sarah Osborne	1.40	Review, revise notices for filing revised plan, disclosure statement (.8); further review, revise notices (.4); compile same for filing (.2).
02/20/25	Joshua Raphael	1.70	Review revise plan (1.5); correspond with M. Levine, K&E team re same (.2).
02/20/25	Joshua Raphael	1.40	Review, revise plan (.6); finalize same for filing (.7); conference with M. Levine, K&E team re plan (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

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02/20/25	Josh Sussberg, P.C.	1.40	Correspond with N. Greenblatt, K&E team, lender advisors re disclosure statement and W&C comments to same (1.3); telephone conference with N. Greenblatt re disclosure statement (.1).
02/20/25	Matthew Calloway Walker	0.40	Review, analyze AHG motion to adjourn disclosure statement hearing.
02/20/25	Quin Wetzel	5.80	Review, revise disclosure statement (2.2); correspond with M. Young, J. Raphael, K&E team re same (.7); review, revise solicitation package re disclosure statement exhibits (2.3); correspond with Z. Ben-Shahar, K&E team re same (.6).
02/20/25	Mary Catherine Young	8.00	Review, revise disclosure statement (3.8); correspond with PSZJ, lenders re same (1.5); correspond with J. Raphael, K&E team re same (1.5); review, analyze issues re same (1.2).
02/21/25	Bill Arnault, P.C.	1.30	Review, analyze amended disclosure statement.
02/21/25	Ziv Ben-Shahar	10.70	Correspond with S. Golden, K&E team re confirmation hearing notice publication (.2); review, analyze publication proofs (.7); research, analyze issues re solicitation (3.7); further research, analyze issues re same (3.0); correspond with Kroll team, Alix team, B. Nakhaimousa, K&E team re same (1.1); review, analyze, compile solicitation package (.6); analyze solicitation procedures re disclosure statement order (.4); conference with Kroll team, B. Nakhaimousa, K&E team re plan class report (.6); analyze proofs of claims re same (.4).
02/21/25	Susan D. Golden	0.50	Coordinate publication re confirmation notice.
02/21/25	Nicole L. Greenblatt, P.C.	1.50	Review and analyze settlement matters, case status (1.0); correspond with M. McKane, K&E team re same, confirmation timeline (.5).
02/21/25	Derek I. Hunter	1.80	Analyze deal considerations and related issues (1.0); correspond with B. Nakhaimousa, K&E team re privileged analyses (.5); conference with M. Levine, K&E team re same (.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

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02/21/25	Derek I. Hunter	3.00	Conferences with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (1.0); correspond with M. Levine, K&E team, advisors re same (1.0); review, analyze correspondence, materials re same (1.0).
02/21/25	Maddison Levine	2.90	Telephone conference with B. Nakhaimousa, K&E team, Kroll, Alix teams re plan class report (.4); review, analyze issues re solicitation (1.5); correspond with Company re same, talking points re same (.4); review, analyze solicitation procedures (.3); correspond with Z. Ben-Shahar, K&E team re solicitation pleadings (.3).
02/21/25	Dominick Vito Manetta	0.30	Correspond with Z. Ben Shahar re plan, disclosure statement deadlines.
02/21/25	Brian Nakhaimousa	2.60	Conference with AlixPartners, Z. Ben-Shahar, K&E team re solicitation matters (.4); correspond with Z. Ben-Shahar, K&E team re solicitation matters (.5); correspond with Z. Ben-Shahar re cure matters (.3); correspond with M. Young, M. Levine re solicitation materials (.5); review, analyze same re finalization (.9).
02/21/25	Sarah Osborne	3.10	Research re exclusivity extensions (2.1); draft motion re same (1.0).
02/21/25	Michael A. Sloman	0.30	Telephone conference with Alix team re liquidation analysis (.2); correspond with M. Young, K&E team re same (.1).
02/21/25	Quin Wetzel	1.10	Review, analyze issues re solicitation (.8); correspond with Z. Ben-Shahar, K&E team re same (.3).
02/21/25	Mary Catherine Young	4.20	Review, revise disclosure statement re filing, solicitation (3.5); review, analyze correspondence re same (.7).
02/22/25	Nicole L. Greenblatt, P.C.	1.50	Conference with D. Hunter, K&E team, Ducera, AlixPartners re settlement meetings, deal status, next steps (1.0); conference with D. Hunter, K&E team re same (.5).
02/22/25	Derek I. Hunter	1.60	Conference with N. Greenblatt, K&E team, Ducera, AlixPartners re settlement meetings, deal status, next steps (1.0); prepare for same (.1); conference with N. Greenblatt, K&E team re same (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

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02/22/25	Derek I. Hunter	2.00	Conference with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (.8); conference with M. Levine, K&E team, company advisors re same (.2); review, analyze materials re same (1.0).
02/22/25	Brian Nakhaimousa	3.40	Conference with D. Hunter, K&E team, Ducera, AlixPartners re settlement meetings, deal status, next steps (1.0); conference with N. Greenblatt, K&E team re same (.5); review, analyze issues re disclosure statement (.6); review, analyze issues re plan (.4); correspond with M. Levine re same (.4); telephone conference with M. Levine re same (.5).
02/22/25	Josh Sussberg, P.C.	1.30	Correspond with Company re lender diligence (.4); correspond with Company re settlement proposal (.3); telephone conference with Ducera team, Alix team, N. Greenblatt, K&E team re settlement meeting and next steps (.5); correspond with M. Levine, K&E team re settlement meeting (.1).
02/23/25	Nicole L. Greenblatt, P.C.	3.00	Correspond with B. Nakhaimousa, M. Levine re open issues for plan settlement meetings (.5); conference with M. Levine, K&E team and AlixPartners team re background matters and deliverables for settlement meetings (.5); review and analyze related materials re preparation for same (2.0).
02/23/25	Brian Nakhaimousa	9.00	Review, analyze issues re disclosure statement (3.8); correspond with lenders' counsel re same (1.2); correspond with M. Levine re same (.6); correspond with D. Hunter re same (.4); analyze related strategies, tactics, next steps re same (2.2); telephone conference with D. Hunter re same (.6); correspond with M. Levine re same (.2).
02/23/25	Josh Sussberg, P.C.	0.50	Telephone conference with W&C re settlement (.2); telephone conference with W&C re same (.1); correspond re settlement discussions and Alix team analysis (.2).
02/24/25	Michael Beauchamp	2.20	Draft, revise talking points re solicitation (1.3); review, analyze materials re same (.6); correspond with Z. Ben-Shahar, K&E team re same (.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

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02/24/25	Ziv Ben-Shahar	12.00	Draft, revise talking points re solicitation (.8); correspond with Kroll team re solicitation (2.8); analyze issues re solicitation (3.9); further analyze issues re same (.5); correspond with Paul Hastings team re solicitation, claims register (.7); review, analyze solicitation package (1.8); conference with B. Nakhaimousa, K&E team re same (.2); research, analyze issues re voting classes (1.3).
02/24/25	Derek I. Hunter	3.00	Conferences with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (.8); correspond with M, Levine, K&E team, Company advisors re same (1.2); review, analyze materials re same (.5); revise documents, materials re same (.5).
02/24/25	Derek I. Hunter	1.00	Analyze deal considerations and related issues.
02/24/25	Maddison Levine	0.50	Correspond with Alix team, B. Nakhaimousa, K&E team re professional fee escrow (.3); review, analyze plan re same (.2).
02/24/25	Brian Nakhaimousa	2.40	Conference with Paul Hastings, Z. Ben-Shahar re solicitation matters (.5); correspond with Z. Ben-Shahar re solicitation (.3); conference with Z. Ben-Shahar re same (.4); correspond with C. Buthe re same (.2); correspond with M. Levine re lender meeting (.1); conferences with interested party re same (.9).
02/24/25	Sarah Osborne	11.10	Draft exclusivity motion (3.1); review, analyze pleadings, docket re issues re same (2.9); review, revise motion (3.9); research precedent re same (1.2).
02/24/25	Josh Sussberg, P.C.	1.20	Conference with D. Hunter, K&E team, Paul Hastings, Ducera, AlixPartners, Lazard re status, next steps (.5); prepare for same (.5); correspond with White & Case re deal matters (.2).
02/24/25	Mary Catherine Young	0.70	Review, revise solicitation version of disclosure statement.
02/25/25	Michael Beauchamp	4.20	Review, revise stakeholder talking points re solicitation (2.9); correspond with M. Levine, K&E team re same (1.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

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02/25/25	Ziv Ben-Shahar	7.90	Research, analyze issues re solicitation (3.8); further research, analyze issues re same (2.6); conference with B. Nakhaimousa, K&E team re same (.2); conference with Kroll team re solicitation (.6); correspond with B. Nakhaimousa, K&E team re confirmation hearing notice (.1); revise talking points re solicitation (.6).
02/25/25	Jacob E. Black	6.40	Review, analyze confirmation issues (3.3); review, analyze pleadings, objections re confirmation issues (1.8); draft summary re same (1.2); correspond with B. Messing, K&E team re same (.1).
02/25/25	Caroline Buthe	1.50	Research re exclusivity motion (1.4); correspond with S. Osborne, K&E team re same (.1).
02/25/25	Aislinn Comiskey	4.40	Draft summary of plan and RSA items re confirmation issues (2.3); revise summary re same (1.8); correspond with S. Osborne re same (.3).
02/25/25	Derek I. Hunter	1.90	Telephone conference with B. Arnault, K&E team re expert report (.5); telephone conference with M. Levine, K&E team re confirmation issues (.4); review, analyze same (.7); correspond with B. Nakhaimousa, K&E team re analyses (.3).
02/25/25	Derek I. Hunter	3.00	Conferences with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (.9); correspond with M. Levine, K&E team, advisors re same (1.1); review, analyze, correspondence, materials re same (1.0).
02/25/25	Sarah Jones	0.20	Conference with J. Black re confirmation issues, related research.
02/25/25	Michael David Lehavi	0.50	Review, analyze disclosure statement re contested bankruptcy considerations.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

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02/25/25	Maddison Levine	3.20	Telephone conference with B. Arnault, K&E team re expert report (.5); review, analyze precedent re liquidation analyses (.2); telephone conference with D. Hunter, K&E team re confirmation issues (.4); review, revise exclusivity motion (1.3); correspond with S. Osborne, K&E team re same (.2); review, revise talking points re solicitation materials (.4); correspond with M. Beauchamp, K&E team, Company re same (.2).
02/25/25	Maddison Levine	0.90	Telephone conference with Company, D. Hunter, K&E team, advisors re work in process, deal updates (.5); review, revise material dates, deadlines summary re same (.4).
02/25/25	Brian Messing	0.70	Conference with D. Hunter, K&E team re confirmation brief, objections, related considerations (.2); review, analyze Freedom Lenders' objection to disclosure statement, motion for adequate protection (.3); correspond with L. Tur-Sinai Gozal, K&E team re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

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02/25/25	Brian Nakhaimousa	6.90	Conference with Ducera, Company, D. Hunter, K&E team, AlixPartners re status, next steps, strategy re deal (.5); correspond with M. Levine, K&E team re key dates summary (.2); conference with B. Arnault, K&E team, AlixPartners re expert report (.5); review, analyze liquidation analysis in preparation for same (.3); conference with J. Black, K&E team re confirmation issues, related strategy and next steps (.5); correspond with D. Manetta re work in process summary (.1); correspond with J. Fletcher re DIP maturity (.3); correspond with M. Levine, K&E team re employee matters (.2); correspond with S. Osborne, M. Levine re exclusivity motion (.1); correspond with Z. Ben-Shahar re publication notice re confirmation hearing (.1); correspond with Ducera re sale matter (.1); correspond with AlixPartners re DACA termination (.2); correspond with C. Leodis, K&E team re same (.1); review, revise exclusivity extension motion (1.0); review, analyze research, related strategy re same (.7); correspond with S. Osborne, K&E team re same (.1); correspond with YC re EY fee statement (.1); correspond with Z. Ben-Shahar re omnibus hearing dates (.1); correspond with R. Golden re utility issue (.1); review, revise talking points (1.1); correspond with Z. Ben-Shahar, K&E team re same (.2); correspond with R. Golden re critical dates summary (.1); review, analyze same (.3); correspond with Z. Ben-Shahar re solicitation matters (.2).
02/25/25	Sarah Osborne	7.30	Review, revise exclusivity motion (3.9); research re exclusivity precedent (2.1); draft summary re same (.9); further review, revise exclusivity motion (.4).
02/25/25	Luz Tur-Sinai Gozal	0.60	Telephone conference with J. Black, K&E team re confirmation, related issues (.1); analyze objections to disclosure statement (.3); correspond with B. Messing, K&E team re same, next steps (.2).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
 Matter Number: 58395-4

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02/26/25	Michael Beauchamp	0.70	Review, revise Company talking points re solicitation (.3); correspond with B. Nakhaimousa, M. Levine, K&E team, Company re same (.4).
02/26/25	Ziv Ben-Shahar	4.90	Draft objection to claims for voting purposes (2.8); correspond with Q. Wetzel, K&E team re same (.6); analyze issues re solicitation (1.5).
02/26/25	Jacob E. Black	10.30	Analyze, evaluate confirmation, related issues (3.9); further analyze, evaluate same (2.5); correspond with B. Messing, K&E team re same (.8); telephone conferences with L. Tur-Sinai, K&E team re same (.9); draft summary re same (2.2).
02/26/25	Julia F. Burnson	0.90	Research precedent re voting objections (.4); draft objection re same (.5).
02/26/25	Jeffrey Ross Goldfine	0.40	Telephone conference with J. Sussberg, K&E team, Ducera team re settlement.
02/26/25	Derek I. Hunter	1.10	Review, analyze deal considerations and related issues (.7); correspond with M. Levine, K&E team re issues, related strategy, next steps (.4).
02/26/25	Sarah Jones	0.50	Conference with J. Black re confirmation issues.
02/26/25	Sarah Jones	2.30	Review, analyze plan, disclosure statement re confirmation issues.
02/26/25	Maddison Levine	1.40	Review, revise exclusivity motion (.5); correspond with S. Osborne, K&E team re same (.2); review, analyze intercreditor agreement (.3); correspond with D. Hunter, K&E team re same, plan issues (.4).
02/26/25	Brian Messing	2.90	Review, analyze Freedom Lender disclosure statement objection (1.4); review, analyze prior pleadings re confirmation issues from same (.7); review, analyze correspondence from B. Nakhaimousa, K&E team re confirmation issues (.2); correspond with J. Black, L. Tur-Sinai Gozal, S. Jones, K&E team re confirmation strategy, related issues (.6).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Brian Nakhaimousa	1.20	Conference with AlixPartners, D. Hunter, K&E team re intercompany transactions (.5); correspond with M. Beauchamp, M. Levine re talking points re solicitation (.2); correspond with D. Hunter, M. Levine re plan (.1); review, analyze plan re issues re same (.3); correspond with M. McKane re employee matters (.1).
02/26/25	Sarah Osborne	1.40	Review, revise exclusivity motion (.8); draft summary re precedent research re same (.6).
02/26/25	Sarah Osborne	4.10	Review, analyze plan, disclosure statement, RSA re potential confirmation arguments (2.9); draft summary re same (1.0); correspond with M. Young K&E team re same (.2).
02/26/25	Josh Sussberg, P.C.	0.30	Correspond with N. Greenblatt, K&E team re intercreditor arguments and next steps.
02/26/25	Luz Tur-Sinai Gozal	1.90	Draft summary re research (.3); research re expert report (.4); review recent FLG pleadings (.3); review, analyze amended disclosure statement (.2); telephone conference with B. Messing, K&E team re priority confirmation items (.1); telephone conference with J. Black, K&E team re research (.6).
02/27/25	Ziv Ben-Shahar	10.00	Research, analyze issues re solicitation (3.1); further research, analyze issues re same (1.8); correspond with Kroll team re same (.4); draft, revise claims objection re voting (3.8); correspond with YC team, B. Nakhaimousa, K&E team re same (.9).
02/27/25	Jacob E. Black	13.30	Analyze, evaluate confirmation, related issues (3.9); further analyze, evaluate same (1.7); correspond with B. Messing, K&E team re same (.8); telephone conferences with B. Messing, K&E team re same (.2); conference with B. Messing, K&E team re same (.4); further analyze, evaluate confirmation, related issues (3.8); draft summary re same (2.5).
02/27/25	Nicole L. Greenblatt, P.C.	0.80	Review and comment on exclusivity motion (.7); correspond with S. Osborne, K&E team re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Nicole L. Greenblatt, P.C.	3.40	Attend conference with J. Sussberg, K&E team, Ducera, AlixPartners, 1L lenders, Paul Hastings, Lazard re settlement (1.3); prepare for same (1.1); conference with Ducera, AlixPartners, J. Sussberg, K&E team re settlement conference with 1L lenders (1.0).
02/27/25	Sarah Jones	5.80	Research re solicitation and voting considerations (3.8); further research re same (2.0).
02/27/25	Sarah Jones	0.40	Conference with J. Black, K&E team re solicitation issues.
02/27/25	Sarah Jones	3.20	Research re confirmation issues.
02/27/25	Maddison Levine	1.00	Research re solicitation, confirmation timelines (.4); review, analyze issues re same (.3); correspond and conference with J. Black, K&E team re same (.3).
02/27/25	Maddison Levine	0.50	Telephone conference with Company, Company advisors re case status, settlement considerations.
02/27/25	Brian Messing	10.50	Draft summary re Freedom Lenders' disclosure statement objection (2.8); conference with J. Black, L. Tur-Sinai Gozal, S. Jones, K&E team re confirmation issues works in process (.4); review, analyze precedent re solicitation considerations (3.7); further review, analyze same (.9); draft summary re same (1.9); correspond with J. Black, K&E team re same (.8).
02/27/25	Brian Nakhaimousa	2.80	Conference with Ducera, AlixPartners, J. Sussberg, K&E team re settlement conference with 1L lenders (1.0); correspond with Kroll re solicitation matters (.1); conferences with D. Hunter, K&E team re same (.5); conference with Kroll re same (.3); conference with D. Maliniak re solicitation considerations (.2); correspond with S. Osborne, M. Levine re exclusivity (.2); correspond with J. Raphael re settlement proposal (.1); draft, review, revise proposed amended solicitation timeline (.4).
02/27/25	Sarah Osborne	2.40	Revise exclusivity motion (2.2); correspond with M. Levine, K&E team re same (.2).
02/27/25	Joshua Raphael	0.10	Conference with Z. Ben-Shahar re solicitation.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Gregory B. Sanford	2.50	Research re valuation (.6); review and analyze case filings re same (1.9).
02/27/25	Josh Sussberg, P.C.	0.90	Review and revise exclusivity motion (.6); correspond with S. Osborne, K&E team re same (.1); correspond re exclusivity with N. Greenblatt, K&E team and PH team (.2).
02/27/25	Josh Sussberg, P.C.	0.30	Telephone conference with Paul Hastings team re deal status, related considerations (.1); correspond with White & Case team re same (.1); review, analyze issues re adequate protection motion (.1).
02/27/25	Luz Tur-Sinai Gozal	1.70	Correspond with J. Black, K&E team re confirmation order (.2); review, analyze credit and collateral agreements re confirmation matters (.4); correspond with YC team re valuation (.1); research re solicitation issues, considerations (.4); correspond with B. Messing, K&E team re same (.1); research precedent solicitation procedures (.4); correspond with B. Messing, K&E team re same (.1).
02/28/25	Bill Arnault, P.C.	0.40	Telephone conference with D. Hunter, K&E team re liquidation analysis.
02/28/25	Ziv Ben-Shahar	8.90	Draft, revise claims objection re voting (1.3); correspond with YC team re same (.6); analyze issues re claim amounts for voting purposes (1.9); analyze issues re claims objection (3.4); correspond with Kroll team re solicitation (.3); correspond with M. Levine, K&E team re same (.5); correspond with Alix team re claim amounts (.6); analyze issues re indemnification claims (.3).
02/28/25	Jacob E. Black	7.40	Analyze, evaluate confirmation, related issues (3.3); correspond with B. Messing, K&E team re same (.8); telephone conferences with B. Messing, K&E team re same (.2); conference with B. Messing, K&E team re same (.4); further analyze, evaluate confirmation, related issues (1.3); draft summary re same (1.4).
02/28/25	Nicole L. Greenblatt, P.C.	1.00	Review, revise exclusivity motion (.9); correspond with S. Osborne, K&E team re same (.1).
02/28/25	Grace Hartnett	0.60	Conference with J. Goldfine, K&E team re valuation.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Derek I. Hunter	1.40	Review, revised exclusivity motion (1.1); correspond with S. Osborne, K&E team re same (.1); correspond with M. Levine, K&E team re deal documentation, next steps (.2).
02/28/25	Sarah Jones	4.40	Research confirmation issues (3.6); further research re same (.4); conference with D. Hunter, K&E team re confirmation (.4).
02/28/25	Maddison Levine	2.20	Telephone conference with J. Goldfine, K&E team re valuation (.6); telephone conference with D. Hunter, K&E team re confirmation issues (.4); review, analyze research summaries re same (.5); review, revise exclusivity motion (.4); correspond with S. Osborne, K&E team re same, next steps (.3).
02/28/25	Maddison Levine	0.50	Telephone conference with Company, Company advisors re work in process, deal status.
02/28/25	Mark McKane, P.C.	0.80	Conference with B. Arnault, K&E team re going concern and liquidation values (.5); prepare for same (.3).
02/28/25	Brian Messing	2.70	Draft summary re Freedom Lenders' objection to disclosure statement (2.2); conference with D. Hunter, K&E team re liquidation analysis, value (.4); revise summary of confirmation issues (.1).
02/28/25	Brian Nakhaimousa	1.20	Conference with J. Goldfine, K&E team re confirmation matters, related strategy (.5); review liquidation analysis re DS re same (.3); telephone conference with D. Hunter, K&E team reconfirmation issues (.4).
02/28/25	Sarah Osborne	2.20	Review, revise exclusivity motion (1.7); correspond with N. Greenblatt, K&E team re same (.4); coordinate filing of same (.1).
02/28/25	Josh Sussberg, P.C.	0.40	Review, analyze issues re exclusivity.
Total		1,006.20	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116033

Client Matter: 58395-5

In the Matter of DIP Financing and Cash Collateral

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 72,956.00

Total legal services rendered

\$ 72,956.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 DIP Financing and Cash Collateral

Invoice Number: 1050116033
 Matter Number: 58395-5

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	1.20	1,065.00	1,278.00
Gursheen Cheema	1.80	1,065.00	1,917.00
James B. Dickson	2.90	1,815.00	5,263.50
Julia Fletcher	1.80	880.00	1,584.00
Nicole L. Greenblatt, P.C.	0.50	2,595.00	1,297.50
Constantina Leodis	12.90	1,195.00	15,415.50
Maddison Levine	2.20	1,465.00	3,223.00
Brian Messing	6.40	1,065.00	6,816.00
Adam Mohamed	2.30	1,725.00	3,967.50
Brian Nakhaimousa	2.80	1,465.00	4,102.00
Thomas Prommer	1.60	1,815.00	2,904.00
Luz Tur-Sinai Gozal	14.10	880.00	12,408.00
Quin Wetzel	12.00	1,065.00	12,780.00
TOTALS	62.50		\$ 72,956.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050116033
Matter Number: 58395-5

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Michael Beauchamp	1.20	Review, analyze DIP motion, related materials (.9); draft summary re same (.3).
02/14/25	Maddison Levine	0.70	Review, analyze DIP budget, fee matters (.3); review, analyze final DIP order re same, related matters (.4).
02/14/25	Thomas Prommer	1.60	Review, analyze DIP credit agreement, DIP order and organizational chart.
02/14/25	Quin Wetzel	2.60	Review, analyze DIP motion, interim order, final order (2.0); draft summary re same (.5); correspond with M. Levine, B. Nakhaimousa re same (.1).
02/15/25	Brian Nakhaimousa	0.20	Review, analyze DIP documents (.1); correspond with AlixPartners re DIP (.1).
02/16/25	Maddison Levine	0.60	Telephone conference with J. Dickson, B. Nakhaimousa re debt matters (.4); review, analyze RSA, DIP term sheet re same (.2).
02/16/25	Brian Nakhaimousa	0.40	Telephone conference with J. Dickson, M. Levine re debt matters.
02/16/25	Quin Wetzel	1.20	Review, analyze DIP interim, final orders (.9); draft summary re same (.3).
02/17/25	James B. Dickson	0.50	Review, analyze debt documents.
02/17/25	Constantina Leodis	0.70	Correspond with M. Levine, J. Fletcher re debt documents (.2); review, analyze prepetition debt documents (.5).
02/17/25	Maddison Levine	0.50	Correspond with Alix team, B. Nakhaimousa re DIP fee forecast, related matters (.3); conference with Alix team, B. Nakhaimousa re same (.2).
02/17/25	Adam Mohamed	1.50	Review, analyze loan documents.
02/18/25	Constantina Leodis	0.90	Correspond with J. Fletcher, K&E team re debt documents (.5); correspond with A. Mohamed, K&E team re same (.2); review, analyze prepetition debt documents (.2).
02/18/25	Adam Mohamed	0.50	Review, analyze loan agreements.
02/19/25	Constantina Leodis	1.20	Review, analyze prepetition credit agreements, guarantee agreements, structure chart (.8); review, analyze issues re same (.4).
02/20/25	James B. Dickson	0.50	Review, analyze debt materials, loan party list, structure chart.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050116033
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/20/25	Constantina Leodis	1.30	Correspond with J. Fletcher, K&E team re debt financing issues (.2); correspond with J. Dickson, K&E team re structure chart, debt documents (.3); correspond with Paul Hastings re same (.3); review, analyze loan documents (.5).
02/20/25	Adam Mohamed	0.30	Telephone conference with Wilkie re DIP financing background, case update.
02/20/25	Brian Nakhaimousa	0.30	Correspond with S. Rolnik, J. Dickson re exit ABL.
02/20/25	Quin Wetzel	3.10	Review, analyze DIP credit agreement, interim order, final order (2.1); draft summary re DIP terms (.8); correspond with B. Nakhaimousa re same (.2).
02/21/25	James B. Dickson	0.80	Telephone conference with M. Levine, K&E team, Company advisors re ABL structuring.
02/21/25	Constantina Leodis	0.80	Review, analyze prepetition debt documents (.6); correspond with J. Dickson. K&E team re same (.2).
02/21/25	Quin Wetzel	2.20	Correspond with J. Fletcher re DIP research (.6); review, analyze DIP credit agreement re financing considerations (.9); review, revise summary re DIP key terms (.4); correspond with B. Nakhaimousa re same (.3).
02/22/25	Nicole L. Greenblatt, P.C.	0.50	Correspond with S. Rolnick, K&E team re ABL issues.
02/22/25	Constantina Leodis	0.20	Correspond with J. Dickson, K&E team re DACA termination and debt documents.
02/23/25	Constantina Leodis	0.50	Correspond with B. Nakhaimousa K&E team re existing debt documents.
02/24/25	James B. Dickson	0.30	Review, revise ancillary DIP collateral items, deposit accounts.
02/24/25	Julia Fletcher	1.00	Review, analyze DIP credit agreement re DIP maturity extensions (.6); draft summary re same (.4).
02/24/25	Constantina Leodis	1.80	Draft DACA termination (.8); correspond with J. Dickson, A. Mohamed re same (.3); review, analyze structure chart re debt matters (.5); correspond with C. Buthe, K&E team re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050116033
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Brian Nakhaimousa	0.90	Correspond with AlixPartners, M. Levine, K&E team re professional fee escrow issue (.1); review, analyze DIP documents re same (.3); correspond with Q. Wetzel, K&E team re DACA termination re American Freight (.2); review, analyze notice of termination re same (.3).
02/24/25	Quin Wetzel	2.00	Review, analyze DIP credit agreement re maturity, extension (1.3); review, revise summary re same (.4); correspond with J. Fletcher re same (.3).
02/25/25	James B. Dickson	0.30	Review, revise DACA termination.
02/25/25	Julia Fletcher	0.80	Review, analyze DIP maturity extension issues (.4); review, analyze DIP documents re same (.4).
02/25/25	Constantina Leodis	1.20	Review, analyze DACA termination (.6); correspond with J. Dickson, K&E team re same (.4); correspond with Company re same (.2).
02/25/25	Maddison Levine	0.40	Correspond with lender advisors, C. Leodis, K&E team re DACA termination requests (.2); review, analyze same (.2).
02/25/25	Quin Wetzel	0.90	Review, revise DIP research re maturity extension (.7); correspond with J. Fletcher re same (.2).
02/26/25	Gursheen Cheema	1.80	Review, revise organizational structure chart re debt financing matters (.8); review, analyze DIP documents re same, open items (1.0).
02/26/25	James B. Dickson	0.50	Review, revise DACA termination, related ancillaries.
02/26/25	Constantina Leodis	1.50	Correspond with lenders' counsel re DACA termination (.4); correspond with Citizens counsel re same (.1); correspond with W&C re same (.1); review, analyze structure chart re debt matters (.4); correspond with A. Mohammed re same (.3); correspond with C. Buthe, K&E team re same, prepetition capital structure (.2).
02/26/25	Brian Messing	3.90	Review, analyze DIP orders re lien and priority analysis (1.9); draft summary of analysis re same, adequate protection (1.5); telephone conference with L. Tur-Sinai Gozal re adequate protection motion (.1); review, analyze draft summary re same (.4).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050116033
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Luz Tur-Sinai Gozal	2.70	Review, analyze adequate protection order (1.5); review, analyze intercreditor agreement re same, related issues (1.2).
02/27/25	Constantina Leodis	2.80	Review, analyze lien search results (1.6); correspond with ABL counsel re DACA termination (.2); correspond with Citizens counsel re same (.2); correspond with J. Dickson re same, bank accounts (.3); correspond with Company re same (.2); correspond with J. Dickson, K&E team re debt documents (.3).
02/27/25	Brian Messing	0.50	Review, analyze precedent re DIP priorities (.3); correspond with L. Tur-Sinai Gozal, K&E team re intercreditor agreement (.2).
02/27/25	Brian Nakhaimousa	0.60	Correspond with D. Hunter, K&E team re same (.1); review, analyze DIP re carve out (.3); correspond with Q. Wetzel re same (.1); correspond with AlixPartners re same (.1).
02/27/25	Luz Tur-Sinai Gozal	2.60	Review, revise adequate protection motion summary (.2); review, analyze intercreditor agreement (1.1); review, analyze DIP order, objections to same (1.3).
02/28/25	Brian Messing	2.00	Telephone conference with J. Black, K&E team re adequate protection issues (.2); correspond with J. Black re same (.6); review, analyze precedent re same (.9); conference with D. Hunter, K&E team re same (.3).
02/28/25	Brian Nakhaimousa	0.40	Correspond with D. Hunter re DIP (.1); review, analyze materials re same (.3).
02/28/25	Luz Tur-Sinai Gozal	8.80	Review, analyze precedent re adequate protection issues (.9); conference with D. Hunter, K&E team re same (.3); research re adequate protection motion (3.5); draft summary, outline re same (3.9); correspond with J. Black re same (.2).
Total		62.50	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116034
Client Matter: 58395-6

In the Matter of Cash Management

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 1,025.50

Total legal services rendered

\$ 1,025.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Cash Management

Invoice Number: 1050116034
Matter Number: 58395-6

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Maddison Levine	0.70	1,465.00	1,025.50
TOTALS	0.70		\$ 1,025.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Cash Management

Invoice Number: 1050116034
Matter Number: 58395-6

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Maddison Levine	0.70	Telephone conference with Alix team, D. Hunter, K&E team re cash management considerations (.4); review, analyze materials re same (.3).
Total		0.70	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116035
Client Matter: 58395-7

In the Matter of Automatic Stay Issues

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 27,689.00

Total legal services rendered

\$ 27,689.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050116035
Matter Number: 58395-7

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Julia F. Burnson	0.50	685.00	342.50
Caroline Buthe	6.90	880.00	6,072.00
Maddison Levine	2.50	1,465.00	3,662.50
Brian Nakhaimousa	1.30	1,465.00	1,904.50
Joshua Raphael	0.40	1,195.00	478.00
Quin Wetzel	14.30	1,065.00	15,229.50
TOTALS	25.90		\$ 27,689.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050116035
Matter Number: 58395-7

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Maddison Levine	0.40	Correspond with Company re automatic stay matters.
02/24/25	Caroline Buthe	1.40	Review, analyze automatic stay issues, related materials (.3); correspond with Q. Wetzel re same (.2); draft summaries re same (.9).
02/25/25	Caroline Buthe	1.50	Draft, revise summaries re automatic stay issues (.2); correspond with Q. Wetzel, K&E team re same (.1); telephone conference with M. Levine, K&E team re same (.3); telephone conference with Q. Wetzel re same (.1); research re same (.8).
02/25/25	Maddison Levine	1.00	Telephone conference with Q. Wetzel, K&E team re automatic stay issues (.4); review, analyze summaries re same (.4); review, analyze pleadings, related case status re same (.2).
02/25/25	Brian Nakhaimousa	0.10	Correspond with J. Fletcher re claim reconciliation matter.
02/25/25	Brian Nakhaimousa	0.70	Conference with M. Levine, K&E team, re automatic stay issues.
02/25/25	Quin Wetzel	4.00	Telephone conference with M. Levine, K&E team re automatic stay issues (.4); prepare for same (.1); review, revise lift stay summary (1.3); review, analyze correspondence from Company re lift stay claimants (2.2).
02/26/25	Julia F. Burnson	0.50	Draft lift stay stipulation.
02/26/25	Caroline Buthe	4.00	Draft, revise summaries re lift stay requests (.5); correspond with Q. Wetzel re same (.3); correspond with Alix team re same (.3); review, analyze issues re same (1.4); correspond with M. Levine, B. Nakhaimousa re same (.2); draft automatic stay violation letter (1.3).
02/26/25	Brian Nakhaimousa	0.10	Correspond with C. Buthe re automatic stay matters.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050116035
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Quin Wetzel	4.80	Draft lift stay stipulation (2.4); review, analyze insurance policies re same (.7); review, revise automatic stay violation letter (.5); correspond with C. Buthe re same (.3); correspond with YC team re lift stay (.4); revise lift stay summary (.3); correspond with C. Buthe re same (.2).
02/27/25	Quin Wetzel	4.30	Review, analyze lift stay summary (.9); correspond with C. Buthe re same (.4); conference with M. Levine, Company re insurance policies re lift stay stipulation (.4); prepare for same (.1); review, analyze insurance policies re lift stay stipulation (1.2); review, revise insurance policies summary (.4); correspond with C. Buthe re same (.3); review, revise automatic stay violation letter (.6).
02/28/25	Maddison Levine	1.10	Telephone conference with Q. Wetzel, K&E team, insurance broker re stay issues (.4); review, analyze policies, pleadings re same (.3); telephone conference with PH team re status of stay matters, open items (.4).
02/28/25	Brian Nakhaimousa	0.40	Telephone conference with M. Levine, K&E team, Paul Hastings, YC re stay matters.
02/28/25	Joshua Raphael	0.40	Telephone conference with B. Nakhaimousa, counsel re automatic stay issue (.2); prepare for same (.2).
02/28/25	Quin Wetzel	1.20	Telephone conference with B. Nakhaimousa, counsel re subrogation proceeding, lift stay considerations (.5); telephone conference with M. Levine, PH team re status of lift stay matters (.4); prepare for same (.1); review, revise lift stay summary re same (.2).
Total		25.90	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116036
Client Matter: 58395-8

In the Matter of Asset Sales/Section 363/Use, Sale, and

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 249,571.50

Total legal services rendered

\$ 249,571.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
Matter Number: 58395-8

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Advani	6.20	1,095.00	6,789.00
John G. Caruso	1.50	2,295.00	3,442.50
Julia Fletcher	0.40	880.00	352.00
Rob Fowler, P.C.	0.80	2,295.00	1,836.00
Rachel Golden	0.90	1,195.00	1,075.50
Kate Hardey	6.20	2,175.00	13,485.00
Jackie Heffernan	0.50	1,725.00	862.50
Keli Huang	33.40	1,725.00	57,615.00
Olivia Kaufmann	3.40	1,195.00	4,063.00
R.D. Kohut, P.C.	0.30	2,295.00	688.50
Maddison Levine	1.50	1,465.00	2,197.50
Cara Li	55.90	1,195.00	66,800.50
Dominick Vito Manetta	0.20	880.00	176.00
Brian Nakhaimousa	1.60	1,465.00	2,344.00
Srinithi Narayanan	1.20	1,065.00	1,278.00
Maureen D. O'Brien	2.40	2,295.00	5,508.00
Shawn OHargan, P.C.	19.60	2,295.00	44,982.00
Maddison Malone Riddick	2.40	1,525.00	3,660.00
Chris M. Salvatore	2.90	1,525.00	4,422.50
Joanna Schlingbaum	2.10	1,725.00	3,622.50
Michael A. Sloman	5.30	1,375.00	7,287.50
Christina Welch	4.90	1,375.00	6,737.50
Dennis Williams, P.C.	4.30	2,295.00	9,868.50
Mary Catherine Young	0.40	1,195.00	478.00
TOTALS	158.30		\$ 249,571.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
Matter Number: 58395-8

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Keli Huang	7.50	Telephone conference with M. Levine, K&E team, Ducera team, Sidley Austin re sale process, next steps (.5); compile background materials re same (.5); review, analyze same (2.1); telephone conference with S. OHargan re sale transaction (.5); review, analyze transaction documents re sale matters (3.9).
02/14/25	Cara Li	4.80	Draft summary re sale process (3.3); research re same (1.5).
02/14/25	Brian Nakhaimousa	0.80	Correspond with M. Levine re status of sale process (.2); review, analyze bidding procedures (.6).
02/14/25	Shawn OHargan, P.C.	5.00	Telephone conference with M. Weisser re case and sale process update (.3); telephone conference with N. Greenblatt re same (.4); review, analyze materials re case background (3.9); review, analyze issues re same (.4).
02/15/25	Kate Hardey	0.80	Review, analyze sale matters (.4); correspond with D. Williams re same (.2); correspond with K. Huang re regulatory considerations re same (.2).
02/15/25	Keli Huang	2.00	Research, analyze asset purchase agreement precedents (1.0); correspond with J. Schlingbaum re issues list re same (.5); correspond with M. Levine re transaction documents (.2); telephone conference with Ducera team re transitional sale tasks (.3).
02/15/25	Cara Li	4.10	Draft, revise sale precedent chart (1.1); review, analyze transaction materials summary (2.5); review, analyze issues re same (.5).
02/15/25	Shawn OHargan, P.C.	0.60	Review, analyze sale precedent materials (.3); review, analyze issues re same (.3).
02/15/25	Dennis Williams, P.C.	2.50	Review, analyze healthcare regulatory action items re sale transaction (1.2); review, analyze regulatory scope issues re same (1.3).
02/16/25	Keli Huang	8.00	Review, revise asset purchase agreement issues list (3.9); review, analyze disclosure schedules re same (.6); research asset purchase agreement precedent (3.5).

Legal Services for the Period Ending February 28, 2025
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Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/16/25	Cara Li	12.10	Research re American Freight sale process, liquidation (3.6); review, revise disclosure schedules re same (2.2); review, analyze diligence re same (1.8); draft sale issues list (1.2); research re 363 sale precedent (3.3).
02/16/25	Shawn OHargan, P.C.	1.10	Review, analyze asset purchase agreement precedent materials (.8); correspond with Wilkie team re same (.3).
02/16/25	Chris M. Salvatore	0.90	Review, analyze sale process materials.
02/16/25	Christina Welch	1.30	Review, revise sale transaction documents re IP, privacy considerations.
02/17/25	Matt Advani	5.60	Review, revise asset purchase agreement re tax issues (3.9); review, analyze issues re same (1.7).
02/17/25	John G. Caruso	1.50	Review, analyze asset purchase agreement (1.2); review, analyze issues list re same (.3).
02/17/25	Julia Fletcher	0.40	Research re asset purchase agreement consent language re non-governmental entities.
02/17/25	Rob Fowler, P.C.	0.80	Review, revise draft purchase agreement (.4); review, analyze incentive documentation re same (.2); correspond with M. Levine, K&E team re same (.2).
02/17/25	Kate Hardey	3.40	Review, analyze sale transaction background materials.
02/17/25	Kate Hardey	1.60	Review, analyze asset purchase agreement, related issues list, related healthcare permits (1.3); correspond with O. Kaufmann re same (.3).
02/17/25	Jackie Heffernan	0.50	Review, analyze asset purchase agreement.
02/17/25	Keli Huang	2.50	Review, revise sale signing checklist (.5); review, revise sale process issues list (1.); correspond with C. Salvatore re HSR filings re same (.5); correspond with J. Schlingbaum re transitional services agreement, trademark assignment agreement (.5).
02/17/25	Olivia Kaufmann	1.00	Review, analyze sale process materials.
02/17/25	Olivia Kaufmann	1.00	Review, analyze asset purchase agreement.
02/17/25	Olivia Kaufmann	1.00	Correspond with K. Hardey re asset purchase agreement, issues list re same.
02/17/25	Olivia Kaufmann	0.40	Review, analyze asset purchase agreement issues list.

Legal Services for the Period Ending February 28, 2025
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/17/25	Maddison Levine	0.60	Review, analyze asset purchase agreement (.4); correspond with K. Huang, K&E team re same (.2).
02/17/25	Cara Li	10.90	Draft issues list re asset purchase agreement (1.7); research re same (2.1); correspond with M. Levine, K&E team re same (.2); draft signing checklist (2.0); correspond with K. Huang, K&E team re proposed purchaser entity, antitrust issues (.5); draft, revise sale issues list re precedent research (2.5); correspond with K. Huang re same (.5); review, analyze sale and purchase agreement re disclosure schedules (1.4).
02/17/25	Srinithi Narayanan	0.20	Correspond with M. Levine, K&E team re sale process (.1); review, analyze background materials re same (.1).
02/17/25	Maureen D. O'Brien	1.00	Review, analyze asset purchase agreement (.5); draft issues list re same (.5).
02/17/25	Shawn OHargan, P.C.	1.00	Correspond with K. Huang, K&E team re sale process status (.4); review, analyze transaction documents re same (.6).
02/17/25	Maddison Malone Riddick	2.40	Review, analyze sale documents (1.3); review, revise asset purchase agreement issues list (.7); correspond with K. Huang, K&E team re same (.4).
02/17/25	Chris M. Salvatore	1.70	Draft, revise asset purchase agreement issues list.
02/17/25	Joanna Schlingbaum	1.40	Review, analyze asset purchase agreement (.8); review, revise issues list re same (.6).
02/17/25	Christina Welch	3.60	Review, analyze asset purchase agreement re IP and privacy issues (1.5); draft, revise issues list re same (.6); review, analyze trademark assignment agreement re material issues (1.5).
02/17/25	Dennis Williams, P.C.	0.90	Review, analyze asset purchase agreement re healthcare regulatory scope, regulatory considerations.
02/18/25	Matt Advani	0.60	Draft purchase price allocation methodology schedule re purchase agreement (.4); correspond with K. Fenty re same (.2).
02/18/25	Kate Hardey	0.40	Review, analyze permit issues re asset purchase agreement (.2); correspond with K. Huang, K&E team re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Keli Huang	4.00	Review, revise confidentiality agreement re sale process (.8); telephone conference with Ducera team re same (.2); review, revise issues list re same (2.0); telephone conference with Willkie re sale process, next steps (.5); telephone conference with S. OHargan, C. Li re same (.5).
02/18/25	Cara Li	7.70	Telephone conference with K. Huang, K&E team, Wilkie team, re sale process (.5); telephone conference with K. Huang, K&E team re same (.5); research re 363 sale precedent (3.1); correspond with M. O'Brien, K&E team re logistic arrangement re same (.5); draft, revise NDAs re sale process (2.3); correspond with M. Levine, K&E team re same (.8).
02/18/25	Srinithi Narayanan	0.20	Correspond with J. Schlingbaum, K&E team re trademark agreement re asset purchase agreement.
02/18/25	Maureen D. O'Brien	0.40	Review, analyze sale process background.
02/18/25	Shawn OHargan, P.C.	3.10	Telephone conference with K. Huang, K&E team re sale process issues list, next steps (.5); prepare for same (.8); review, revise sale issues list (.5); review, analyze asset purchase agreement (1.0); correspond with K. Huang, K&E team re sale process status (.3).
02/18/25	Joanna Schlingbaum	0.70	Review, analyze draft trademark assignment agreement (.2); draft issues list re same (.2); telephone conference with K. Huang re reverse transaction support agreement services (.3).
02/19/25	Keli Huang	3.10	Review, analyze asset purchase agreement (1.5); review, revise issues list re same (1.0); telephone conference with Ducera team re same, litigation issues (.6).
02/19/25	R.D. Kohut, P.C.	0.30	Review, analyze employment issues re sale process.
02/19/25	Cara Li	4.20	Review, analyze asset purchase agreement precedent, purchase price adjustment term (1.5); correspond with K. Huang re same (.5); review, revise NDAs re sale process (.5); correspond with PH re same (.5); review, revise issues list re sale process (1.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Srinithi Narayanan	0.40	Review, revise trademark assignment agreement.
02/19/25	Shawn OHargan, P.C.	0.60	Review, analyze sale process NDAs(.3); correspond with N. Warther, K&E team re asset purchase agreement tax issues (.3).
02/19/25	Chris M. Salvatore	0.30	Review, revise asset purchase agreement, issues list re same.
02/19/25	Dennis Williams, P.C.	0.90	Review, analyze healthcare regulatory scope, regulatory considerations re sale process.
02/20/25	Keli Huang	2.40	Review, revise sale process NDA (.8); correspond with M. Levine, J. Goldfine re litigation considerations (.3); telephone conference with Ducera team re same (.5); telephone conference with D. Hunter, K&E team re restructuring, sale process strategy, (.5); telephone conference with S. OHargan and C. Li re the same (.3).
02/20/25	Maddison Levine	0.90	Telephone conference with S. OHargan, K&E team re asset purchase agreement, sale matters (.5); prepare for same (.4).
02/20/25	Cara Li	0.70	Review, analyze sale process NDAs.
02/20/25	Brian Nakhaimousa	0.80	Conference with K. Huang, K&E team re sale matters (.5); prepare for same (.3).
02/20/25	Maureen D. O'Brien	1.00	Telephone conference with M. Levine, K&E team re sale process status (.5); correspond with M. Levine, K&E team re purchase agreement (.5).
02/20/25	Shawn OHargan, P.C.	2.60	Telephone conference with M. Levine, K&E team re litigation matters and asset purchase agreement implementation (.5); telephone conference with M. Levine, K&E team, lender advisors re same (.8); review, analyze franchise agreement (.3); review, revise tax estimates, plan draft re sale issues (1.0).
02/20/25	Michael A. Sloman	1.10	Telephone conference with M. Levine, K&E team re sale process status (.5); review, analyze asset purchase agreement and issues list re same (.6).
02/21/25	Keli Huang	1.00	Review and revise sale process NDA (.7); review, analyze precedent re same (.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/21/25	Cara Li	4.00	Review, revise sale process NDA (1.2); research re NDA precedent (1.3); correspond with K. Huang, PH, Ducera team re same (.5); draft, revise issues list re same (1.0).
02/21/25	Dominick Vito Manetta	0.20	Compile, review lender NDAs.
02/21/25	Shawn OHargan, P.C.	3.10	Review, analyze sale process NDA (.3); telephone conference with C. Li, K&E team re same (.3); review, revise asset purchase agreement issues list (2.5).
02/21/25	Michael A. Sloman	4.20	Review, revise asset purchase agreement (2.8); review, revise issues list re same (1.4).
02/22/25	Keli Huang	0.30	Review, revise asset purchase agreement issues list.
02/22/25	Cara Li	2.20	Review, revise asset purchase agreement issues list (1.7); review, analyze asset purchase agreement re same (.5).
02/23/25	Keli Huang	0.70	Review, revise asset purchase agreement issues list.
02/23/25	Cara Li	0.40	Correspond with K. Huang re asset purchase agreement issues list (.1); draft, revise same (.3).
02/24/25	Rachel Golden	0.90	Correspond with potential bidder re potential bid (.1); draft correspondence re same (.3); conference with B. Nakhaimousa re same (.5).
02/24/25	Keli Huang	0.30	Telephone conference with potential buyer re NDA.
02/24/25	Keli Huang	1.10	Telephone conference S. OHargan and C. Li re next steps re sale (.4); correspond with Ducera team re asset purchase agreement issues list call and equity financing (.7).
02/24/25	Cara Li	3.10	Draft, revise asset purchase agreement issues list (1.6) review, analyze sale process NDAs, open items re same (1.5).
02/24/25	Shawn OHargan, P.C.	1.50	Telephone conference with M. Levine, K&E team, Alix team re sale process (.5); correspond with K. Huang, C. Li re asset purchase agreement issues list (.3); review, analyze diligence, sale process updates (.7).
02/25/25	Cara Li	1.20	Correspond with Citi re sale process (.6) telephone conference with K. Huang, K&E team, Company re sale process status (.5) correspond with Company re asset purchase agreement issues list (.1).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Srinithi Narayanan	0.40	Correspond with K. Huang, K&E team re asset purchase agreement issues list.
02/25/25	Shawn OHargan, P.C.	0.50	Review, revise escrow agreement terms (.3); telephone conference with M. Levine, B. Nakhaimousa re asset purchase agreement (.2).
02/27/25	Keli Huang	0.50	Telephone conference with Company, Company advisors re sale process.
02/27/25	Cara Li	0.50	Telephone conference with M. Levine, K&E team, lender professionals re sale process.
02/27/25	Shawn OHargan, P.C.	0.50	Telephone conference with Company, Company advisors re sale process.
02/28/25	Mary Catherine Young	0.40	Telephone conference with Alix team re Hilco liquidation fee issue (.2); review, analyze consulting agreement re same (.2).
Total		158.30	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: A

Invoice Number: 1050116037
Client Matter: 58395-9

In the Matter of Executory Contracts and Unexpired Leases

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 96,363.50</u>
Total legal services rendered	\$ 96,363.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050116037
 Matter Number: 58395-9

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	6.60	1,065.00	7,029.00
Ziv Ben-Shahar	20.30	1,195.00	24,258.50
Caroline Buthe	1.10	880.00	968.00
Jacob R. Clark	1.50	1,725.00	2,587.50
Julia Fletcher	7.00	880.00	6,160.00
Rachel Golden	1.90	1,195.00	2,270.50
Maddison Levine	4.00	1,465.00	5,860.00
Dominick Vito Manetta	13.90	880.00	12,232.00
Brian Nakhaimousa	3.30	1,465.00	4,834.50
Michael A. Sloman	1.10	1,375.00	1,512.50
Quin Wetzel	3.90	1,065.00	4,153.50
Mary Catherine Young	20.50	1,195.00	24,497.50
TOTALS	85.10		\$ 96,363.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050116037
Matter Number: 58395-9

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/21/25	Ziv Ben-Shahar	1.90	Correspond with M. Levine, K&E team, YC team, Alix team re cure outreach (.5); review, analyze issues re same (1.4).
02/22/25	Mary Catherine Young	0.80	Review, analyze landlord correspondence re lease agreement (.4); correspond with J. Clark, K&E team re same (.4).
02/24/25	Ziv Ben-Shahar	3.00	Conference with YC team, Alix team, Q. Wetzel, K&E team re contract cures (.6); review, analyze cure summaries re same (.5); review, analyze issues re cure objections (1.9).
02/24/25	Caroline Buthe	0.80	Draft summary re outstanding lease issues.
02/24/25	Jacob R. Clark	1.10	Review, analyze lease agreement (.8); correspond with M. Levine, K&E team re same (.3).
02/24/25	Julia Fletcher	2.40	Research, analyze setoff rights (1.8); draft summary re same (.6).
02/24/25	Maddison Levine	0.50	Correspond with M. Young, K&E team re lease matters (.3); review, analyze issues re same (.2).
02/24/25	Maddison Levine	0.40	Correspond with Alix team, Z. Ben-Shahar, K&E team re cure status, open items.
02/24/25	Dominick Vito Manetta	5.20	Telephone conference with B. Nakhaimousa, K&E team, Alix team, YC team re cure amounts, disputes (.4); draft, revise cure objection summary (3.9); review, analyze issues re same (.9).
02/24/25	Quin Wetzel	2.30	Review, analyze cures summary (1.0); correspond with Z. Ben-Shahar, K&E team, YC team re outstanding cures objections (.6); correspond with D. Manetta, K&E team re cures issues (.3); review, analyze same (.4).
02/24/25	Mary Catherine Young	4.90	Review, analyze correspondence from Company advisors re lease, executory contract assumption and rejection issues (1.3); review, analyze documents, materials re same (3.0); review, analyze post-petition lease re bankruptcy considerations (.6).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050116037
 Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Ziv Ben-Shahar	4.70	Correspond with lease counterparties re cure objections (1.4); review, analyze issues re same (1.0); correspond with M. Beauchamp, K&E team re same, next steps (1.4); review, revise summary re same (.5); conference with Q. Wetzel, K&E team re cure objections (.4).
02/25/25	Jacob R. Clark	0.40	Review, analyze lease issues (.2); draft summary re same (.1); correspond with M. Young, K&E team re same (.1).
02/25/25	Maddison Levine	0.90	Review, revise lease agreement (.4); correspond with M. Young re same (.3); review, analyze precedent re same (.2).
02/25/25	Dominick Vito Manetta	2.80	Draft, revise cure claim objection summary (2.1); review, analyze objection, related issues re same (.7).
02/25/25	Brian Nakhaimousa	0.20	Correspond with M. Young re executory contract matter re American Freight.
02/25/25	Michael A. Sloman	0.70	Telephone conference with M. Young, Alix re lease guaranty considerations (.2); review, analyze considerations re same (.5).
02/25/25	Quin Wetzel	1.60	Review, revise cures summary (.6); correspond with D. Manetta, K&E team re same (.3); review, analyze cures materials (.5); correspond with Z. Ben-Shahar, K&E team re same (.2).
02/25/25	Mary Catherine Young	5.10	Review, revise lease, contract rejection motion, order (.9); review, revise lease agreement (.8); review, analyze lease amendment (.5); review, revise lease amendment (.3); correspond with landlords, contract counterparties, M. Sloman, K&E team re lease amendment, assumption, rejection issues (1.1); correspond with M. Levine, K&E team re same (1.0); telephone conference with Alix team re same (.5).
02/26/25	Michael Beauchamp	0.50	Review, analyze summary re outstanding cure objections (.4); correspond with D. Manetta, K&E team re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050116037
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Ziv Ben-Shahar	5.50	Correspond with Alix team re cure objections (1.1); correspond with B. Nakhaimousa, K&E team re cure objection litigation (.4); research, analyze issues re same (2.3); correspond with counterparties re cure objections (.7); correspond with M. Young, K&E team re same (.2); correspond with M. Beauchamp, Q. Wetzel, K&E team re cure objections (.8).
02/26/25	Caroline Buthe	0.30	Review, revise summaries re lease issues.
02/26/25	Julia Fletcher	2.40	Research re post-petition termination fees (1.7); review, analyze leases, executory contract cure schedules (.7).
02/26/25	Julia Fletcher	1.00	Telephone conference with Alix team re outstanding lease issues (.6); review, analyze same (.4).
02/26/25	Rachel Golden	1.90	Correspond with Company, Alix team, J. Fletcher, K&E team re executory contracts (.8); review, analyze material contracts re assumption considerations (.5); conference with M. Levine, Alix team re same (.6).
02/26/25	Maddison Levine	1.40	Review, revise lease amendments (.4); correspond with M. Young, K&E team re same (.2); review, analyze lease rejection motion (.5); correspond with M. Young, K&E team re same (.3).
02/26/25	Dominick Vito Manetta	1.70	Review, revise cure objection summary (1.5); correspond with M. Young, K&E team re same, lease rejections, assumptions (.2).
02/26/25	Brian Nakhaimousa	1.40	Conference with M. Young, K&E team, counsel to lease counterparty re lease amendment (.5); correspond with Company re executory contract issue (.1); correspond with R. Golden, K&E team re same (.2); review, analyze materials re same (.6).
02/26/25	Michael A. Sloman	0.30	Telephone conference with M. Young re unexpired lease considerations (.2); review, analyze issues re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050116037
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Mary Catherine Young	5.30	Review, analyze correspondence from Company advisors re ongoing lease, executory contract workstreams (1.3); review, revise lease, contract rejection motion (1.1); conference with landlord counsel re lease (.4); conference with M. Levine, K&E team re same (.2); review, analyze issues re same (.5); conference with M. Sloman, K&E team re lease amendment issue (.3); conference with Company re same (.5); review, analyze considerations re same (1.0).
02/27/25	Michael Beauchamp	1.40	Review, analyze summary re outstanding cure objections (.4); correspond with Z. Ben-Shahar, K&E team re same (.2); review, analyze cure objections (.5); review, analyze motion to assume cure amounts (.3).
02/27/25	Ziv Ben-Shahar	4.40	Correspond with Alix re cure objections (.9); correspond with counterparties re same (.4); review, analyze correspondences from M. Beauchamp, K&E team, cure counterparties re same (1.6); review, analyze issues re cure objection (1.5).
02/27/25	Dominick Vito Manetta	0.80	Draft, revise summaries re cure disputes.
02/27/25	Brian Nakhaimousa	0.50	Review, revise omnibus objection motion (.3); correspond with M. Young re same (.1); correspond with M. Sloman re HQ relocation (.1).
02/27/25	Michael A. Sloman	0.10	Telephone conference with YC re lease issues.
02/27/25	Mary Catherine Young	2.40	Correspond with landlords re lease amendment, agreement revisions (.3); conference with landlords re same (.3); review, analyze issues re security deposit setoff (.7); research re same (.3); review, analyze lease rejection motion issues (.4); correspond and conference with YC team re same (.4).
02/28/25	Michael Beauchamp	4.70	Review, analyze lease dispute summary, related objections, notices, other materials re outstanding cure disputes (3.1); telephone conference with counsel to landlord re same (.2); correspond with contract counterparties, Z. Ben-Shahar, K&E team re same (1.4).
02/28/25	Ziv Ben-Shahar	0.80	Review, analyze issues re cure disputes.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050116037
 Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Julia Fletcher	1.20	Conference with M. Young, K&E team, YC team re lease rejection issues (.7); review, revise executory contract rejection summary (.5).
02/28/25	Maddison Levine	0.80	Telephone conference with M. Young, K&E team, YC team re lease rejection process (.5); review, analyze lease agreements re same (.3).
02/28/25	Dominick Vito Manetta	3.40	Review, revise cure objection summary (.7); review, analyze objection to cure costs (.3); draft correspondence to lease counterparties re cure claim disputes (2.4).
02/28/25	Brian Nakhaimousa	1.20	Conference with M. Levine, K&E team, YC re rejection matters (.5); review, analyze issues re same (.3); correspond with M. Young re rejection of leases (.1); review, analyze issues, next steps re same (.3).
02/28/25	Mary Catherine Young	2.00	Conference with YC team re lease, contract rejection issues (.5); correspond with M. Levine, K&E team re same (.5); review, analyze considerations re same (.6); review, analyze lease agreement, amendment issues (.4).
Total		85.10	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116038
Client Matter: 58395-10

In the Matter of Business Operations

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 8,858.50</u>
Total legal services rendered	\$ 8,858.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Business Operations

Invoice Number: 1050116038
 Matter Number: 58395-10

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Julia Fletcher	2.40	880.00	2,112.00
Maddison Levine	0.50	1,465.00	732.50
Brian Nakhaimousa	3.00	1,465.00	4,395.00
Michael A. Sloman	0.80	1,375.00	1,100.00
Josh Sussberg, P.C.	0.20	2,595.00	519.00
TOTALS	6.90		\$ 8,858.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Business Operations

Invoice Number: 1050116038
Matter Number: 58395-10

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Josh Sussberg, P.C.	0.20	Review, analyze issues re business considerations.
02/17/25	Brian Nakhaimousa	1.00	Conference with D. Hunter, K&E team, Company re status, next steps.
02/18/25	Brian Nakhaimousa	2.00	Conference with AlixPartners, M. Levine, K&E team re business degradation (1.0); conference with Ducera, Company, AlixPartners, D. Hunter, K&E team re status update, next steps (1.0).
02/21/25	Julia Fletcher	1.40	Draft notice of change of address.
02/21/25	Maddison Levine	0.50	Correspond with Company, M. Sloman, K&E team re Company address change (.2); correspond with M. Sloman, K&E team, Alix team re notice, lease rejection re same (.3).
02/21/25	Michael A. Sloman	0.50	Review, revise notice of address change (.3); correspond with J. Fletcher re same (.2).
02/27/25	Julia Fletcher	1.00	Review, revise notice of change of address.
02/27/25	Michael A. Sloman	0.30	Review, revise notice of address change.
Total		6.90	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116039
Client Matter: 58395-11

In the Matter of Claims Administration

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 37,172.50</u>
Total legal services rendered	\$ 37,172.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Claims Administration

Invoice Number: 1050116039
 Matter Number: 58395-11

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	7.50	1,065.00	7,987.50
Caroline Buthe	3.70	880.00	3,256.00
Nicole L. Greenblatt, P.C.	0.70	2,595.00	1,816.50
Derek I. Hunter	0.70	1,735.00	1,214.50
Maddison Levine	1.40	1,465.00	2,051.00
Drew Maliniak	0.40	1,725.00	690.00
Brian Nakhaimousa	5.70	1,465.00	8,350.50
Josh Sussberg, P.C.	0.80	2,595.00	2,076.00
Quin Wetzal	8.80	1,065.00	9,372.00
Mary Catherine Young	0.30	1,195.00	358.50
TOTALS	30.00		\$ 37,172.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050116039
Matter Number: 58395-11

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Maddison Levine	0.60	Review, analyze claims register, related matters (.3); correspond with Alix team, B. Nakhaimousa, K&E team re same (.3).
02/14/25	Brian Nakhaimousa	0.20	Correspond with D. Manetta, K&E team re open issues.
02/16/25	Drew Maliniak	0.40	Correspond with M. Young re administrative expenses.
02/20/25	Nicole L. Greenblatt, P.C.	0.70	Conference with J. Goldfine, K&E team re BMH cure objection, next steps.
02/20/25	Derek I. Hunter	0.70	Conference with J. Goldfine, K&E team re BMH cure objection, next steps.
02/20/25	Brian Nakhaimousa	1.70	Conference with J. Goldfine, K&E team re BMH cure objection, next steps (.7); review, analyze BMH cure objection, related transcripts re same (1.0).
02/21/25	Caroline Buthe	0.90	Review, analyze proofs of claim (.7); telephone conference with M. Young, K&E team re same (.1); correspond with B. Nakhaimousa, K&E team re same (.1).
02/21/25	Brian Nakhaimousa	1.50	Conference with Company, J. Goldfine, K&E team, AlixPartners, Ducera, re BMH cure objection (.7); prepare for same (.6); correspond with J. Goldfine re same (.2).
02/22/25	Caroline Buthe	1.10	Review, analyze proof of claims (.7); draft summary re same (.4).
02/23/25	Caroline Buthe	0.50	Review, analyze proof of claims (.3); correspond with B. Nakhaimousa, K&E team re same (.2).
02/23/25	Josh Sussberg, P.C.	0.80	Telephone conference with N. Greenblatt, K&E team, Alix team re claims and next steps.
02/24/25	Caroline Buthe	1.10	Review, analyze proof of claims (.4); draft summary re same (.5); correspond with B. Nakhaimousa, K&E team re same (.1); telephone conference with M. Young, K&E team re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050116039
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Brian Nakhaimousa	1.10	Conference with AlixPartners, YC, Z. Ben-Shahar, K&E team re cure matters (.5); correspond with Z. Ben-Shahar re same (.1); review, analyze issues, related strategy re same (.5).
02/25/25	Michael Beauchamp	0.50	Correspond with B. Nakhaimousa, M. Levine, K&E team re potential claims (.2); review, analyze related materials re same (.3).
02/25/25	Michael Beauchamp	1.70	Review, analyze insurance motion re cure dispute (.6); correspond with counsel to claimholders re same (.3); conference with Z. Ben-Shahar re same (.2); telephone conference with claimholder counsel re same (.2); draft summary re same (.4).
02/26/25	Michael Beauchamp	1.30	Review, revise summary re potential claims (.4); conference with B. Nakhaimousa re same (.1); correspond with Alix team, Kroll team, B. Nakhaimousa, K&E team re same (.6); telephone conference with counsel to claimholders re same (.2).
02/26/25	Caroline Buthe	0.10	Correspond with B. Nakhaimousa, K&E team re proof of claims.
02/26/25	Maddison Levine	0.80	Telephone conference with B. Nakhaimousa, K&E team re Buddy claims issues (.2); correspond with B. Nakhaimousa, K&E team re same (.2); review, analyze proof of claims, correspondence from Alix re same (.4).
02/26/25	Brian Nakhaimousa	0.80	Conference with Z. Ben-Shahar, M. Levine re BMH issues (.3); review, analyze BMH materials (.4); correspond with J. Goldfine re BMH cure objection (.1).
02/26/25	Quin Wetzel	1.90	Review, revise claims objection (1.7); correspond with Z. Ben-Shahar, K&E team re same (.2).
02/26/25	Mary Catherine Young	0.30	Correspond with PSJZ re proof of claim filing extension.
02/27/25	Michael Beauchamp	4.00	Review, analyze materials re potential claims (1.8); research, analyze issues re same (1.9); telephone conference with counsel to potential claimholders re same (.3).
02/27/25	Brian Nakhaimousa	0.10	Correspond with Z. Ben-Shahar re cure matter.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Claims Administration

Invoice Number: 1050116039
 Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Quin Wetzel	3.20	Review, revise claims objection (1.9); correspond with Z. Ben-Shahar, K&E team re same (.4); review, analyze local rules re same (.6); draft summary re same (.3).
02/28/25	Brian Nakhaimousa	0.30	Correspond with M. Beauchamp re cure matters (.1); review, analyze issues re same (.2).
02/28/25	Quin Wetzel	3.70	Review, revise claims objection (1.7); correspond with Z. Ben-Shahar re same (.3); review, analyze claims schedules (.7); research local rules re claims objection (1.0).
Total		30.00	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116041
Client Matter: 58395-13

In the Matter of Creditor and Stakeholder Communications

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 101,258.50</u>
Total legal services rendered	\$ 101,258.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050116041
Matter Number: 58395-13

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	3.50	2,015.00	7,052.50
James B. Dickson	0.80	1,815.00	1,452.00
Julia Fletcher	9.00	880.00	7,920.00
Jeffrey Ross Goldfine	2.10	1,745.00	3,664.50
Nicole L. Greenblatt, P.C.	0.50	2,595.00	1,297.50
Keli Huang	0.50	1,725.00	862.50
Derek I. Hunter	6.10	1,735.00	10,583.50
Maddison Levine	16.90	1,465.00	24,758.50
Melanie MacKay	0.40	1,695.00	678.00
Mark McKane, P.C.	2.50	2,265.00	5,662.50
Brian Nakhaimousa	4.40	1,465.00	6,446.00
Gregory B. Sanford	0.90	1,745.00	1,570.50
Josh Sussberg, P.C.	10.90	2,595.00	28,285.50
Eric J. Tarosky	1.00	1,025.00	1,025.00
TOTALS	59.50		\$ 101,258.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050116041
Matter Number: 58395-13

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Maddison Levine	0.80	Telephone conference with PH team, J. Sussberg, K&E team re case introduction, open items, next steps (.5); prepare for same (.3).
02/14/25	Mark McKane, P.C.	0.60	Conference with PH, J. Sussberg, K&E team re pending issues (.5); prepare for same (.1).
02/14/25	Brian Nakhaimousa	0.50	Conference with N. Greenblatt, J. Sussberg, K&E team, Paul Hastings re status, background.
02/14/25	Josh Sussberg, P.C.	0.80	Correspond with White & Case re status and hearing (.3); correspond with White & Case re potential settlement and professional fee run (.5).
02/17/25	Derek I. Hunter	2.50	Conferences with lender advisors re pending issues, potential settlement (2.0); correspond with lender advisors re same (.5).
02/17/25	Maddison Levine	1.10	Telephone conference with J. Sussberg, K&E team, Ducera team, Alix team, PH, 1L lenders, Lazard re status, potential settlement (.7); prepare for same (.4).
02/17/25	Brian Nakhaimousa	0.70	Conference with Ducera, AlixPartners, D. Hunter, K&E team, Paul Hastings re advisor call.
02/18/25	Julia Fletcher	0.30	Draft stakeholder outreach summary.
02/18/25	Derek I. Hunter	0.80	Telephone conference with M. Levine, K&E team, Company, Company advisors, first lien lender advisors re case status, next steps (.7); prepare for same (.1).
02/18/25	Maddison Levine	1.80	Correspond with PH team re DIP/RSA milestone extensions (.2); review, analyze DIP, RSA re same (.4); correspond with W&C re disclosure statement issues (.3); review, analyze W&C comments to same (.9).
02/18/25	Mark McKane, P.C.	0.70	Conference with Paul Hastings team re contested disclosure statement hearing (.5); prepare for conference with Paul Hastings team re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050116041
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Maddison Levine	2.40	Correspond with PH, Lazard, W&C, Akin, J. Sussberg, K&E team re disclosure statement, plan, related open items (1.0) conference with PH, Lazard, W&C, Akin, J. Sussberg, K&E team re same (.9); review, analyze issues re same (.5).
02/20/25	James B. Dickson	0.80	Telephone conference with M. Levine, K&E team, Company, Company advisors, first lien lender advisors re case status, next steps.
02/20/25	Maddison Levine	1.10	Telephone conference with Alix, Ducera team, D. Hunter, K&E team, PH, Lazard re case status, open items (.7); draft agenda re same (.2); correspond with B. Nakhaimousa, K&E team re same (.2).
02/20/25	Brian Nakhaimousa	1.10	Conference with D. Hunter, K&E team, AlixPartners, Paul Hastings, Lazard re case status, next steps (.7); review agenda re same (.2); correspond with M. Levine, K&E team re same (.2).
02/20/25	Josh Sussberg, P.C.	1.70	Telephone conference with M. Levine, K&E team, lender advisors re case status (.2); telephone conference with Company and Alix team re same (.2); correspond with W&C and PH team re lender meeting (.4); telephone conference with Company re status and lenders (.3); correspond with W&C re next steps (.4); correspond with N. Greenblatt, K&E team re lender information requests and next steps (.2).
02/21/25	Julia Fletcher	0.60	Review, revise stakeholder outreach summary.
02/21/25	Melanie MacKay	0.40	Conference with White & Case team re discovery.
02/21/25	Josh Sussberg, P.C.	1.60	Correspond with Company re meeting with W&C and PH team (.3); telephone conference with PH team re same (.2); telephone conference with Company re same (.3); correspond with Lazard re executive search firms (.2); correspond with Company re same (.2); telephone conference with Ducera team re lender negotiations (.2); correspond with Company re lender meetings and next steps (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050116041
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Bill Arnault, P.C.	1.60	Telephone conference with first lien lenders, lender advisors, Company advisors re settlement (.5); prepare for same (1.1).
02/24/25	Julia Fletcher	2.10	Review, revise stakeholder outreach summary (1.3); review, analyze stakeholder communications, issues re same (.8).
02/24/25	Jeffrey Ross Goldfine	0.50	Telephone conference with B. Arnault, K&E team, Paul Hastings team, advisors re deal status, litigation considerations, next steps.
02/24/25	Nicole L. Greenblatt, P.C.	0.50	Conference with B. Arnault, D. Hunter, K&E team, Paul Hastings, Ducera, AlixPartners, Lazard re status, next steps.
02/24/25	Keli Huang	0.50	Telephone conference with B. Arnault, K&E team, Paul Hastings, Ducera, AlixPartners, Lazard re status, next steps.
02/24/25	Derek I. Hunter	0.50	Conference with B. Arnault, K&E team, Paul Hastings, Ducera, AlixPartners, Lazard re status, next steps.
02/24/25	Maddison Levine	2.90	Telephone conference with D. Hunter, K&E team, Ducera team, Alix team, PH, Lazard re case status, open items (.5); prepare for same (.4); correspond with J. Sussberg, K&E team, Company advisors re lender meeting coordination, next steps re same (.5); draft summary re same (.6); correspond with lender advisors re same (.4); review, analyze creditor outreach summary (.3); correspond with J. Fletcher, K&E team re same (.2).
02/24/25	Brian Nakhaimousa	0.80	Conference with D. Hunter, K&E team, Paul Hastings, Ducera, AlixPartners, Lazard re status, next steps (.5); prepare for same (.3).
02/25/25	Bill Arnault, P.C.	1.30	Review, analyze materials re lender settlement meeting (.8); review, analyze issues re same (.5).
02/25/25	Julia Fletcher	3.00	Review, revise stakeholder outreach summary.
02/25/25	Maddison Levine	0.90	Correspond with lender advisors, Company advisors re lender meeting (.4); prepare for same (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050116041
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Josh Sussberg, P.C.	1.10	Conference with White & Case re settlement construct (.7); correspond with Company re same and next steps (.3); telephone conference with Company re lender status (.1).
02/26/25	Bill Arnault, P.C.	0.60	Prepare for lender settlement meeting.
02/26/25	Julia Fletcher	2.20	Review, revise stakeholder outreach summary.
02/26/25	Maddison Levine	1.50	Prepare for lender settlement meeting (.8); correspond with N. Greenblatt, K&E team, Ducera, Alix teams re same (.4); telephone conference with N. Greenblatt, K&E team, Ducera, Alix teams re same (.3).
02/26/25	Josh Sussberg, P.C.	1.80	Telephone conference with N. Greenblatt, K&E team, Ducera team, Alix team re settlement preparation and next steps (.4); telephone conference with Paul Hasting re status (.1); correspond with N. Greenblatt, K&E team re meeting with lenders and next steps (.7); telephone conference with White and Case re same (.2); telephone conference with Company re same (.2); telephone conference with Lazard re settlement and next steps (.2).
02/27/25	Julia Fletcher	0.50	Review, revise stakeholder outreach summary.
02/27/25	Jeffrey Ross Goldfine	1.60	Conference with J. Sussberg, K&E team, Paul Hasting team, 1L lenders and advisors re settlement (1.0); prepare for same (.6).
02/27/25	Derek I. Hunter	2.30	Conference with J. Sussberg, K&E team, Ducera, AlixPartners, 1L lenders, Paul Hastings, Lazard re settlement (1.3); conference with Ducera, AlixPartners, J. Sussberg, K&E team re settlement conference with 1L lenders (1.0).
02/27/25	Maddison Levine	4.40	Conference with J. Sussberg, K&E team, Ducera team, Alix team, 1L lenders, 1L lender advisors re settlement (1.3); prepare for same (1.1); review, analyze materials re same (.4); review, revise settlement term sheet re same (.7); conference with Ducera team, Alix team, J. Sussberg, K&E team re same (.9).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050116041
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Mark McKane, P.C.	1.20	Conferences with J. Sussberg, K&E team, Ducera, AlixPartners, 1L lender advisors, 2L lender advisors, Company re settlement discussions.
02/27/25	Brian Nakhaimousa	1.30	Conference with J. Sussberg, K&E team, Ducera, AlixPartners, 1L lenders, Paul Hastings, Lazard re settlement.
02/27/25	Josh Sussberg, P.C.	3.70	Attend meeting with M. M. McKane, M. Levine, K&E team, Company advisors, 1L lenders, and 1L advisors re settlement (1.1); conference with Company advisors and Company re same (1.2); telephone conference with Company re LTIP plan and settlement status (.6); telephone conference with Company re lender issues (.2); correspond with 1L advisors re principal discussions and settlement proposal (.4); correspond with Company re settlement discussions (.2).
02/28/25	Julia Fletcher	0.30	Review and revise creditor outreach tracker.
02/28/25	Gregory B. Sanford	0.90	Conference with Ducera team, Paul Hasting team, J. Goldfine, K&E team, Lazard team re valuation (.7); telephone conference with J. Goldfine re same (.2).
02/28/25	Josh Sussberg, P.C.	0.20	Correspond with PH and W&C re settlement status.
02/28/25	Eric J. Tarosky	1.00	Conference with Ducera team and Lazard teams re FRG valuation.
Total		59.50	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116042

Client Matter: 58395-14

In the Matter of U.S. Trustee Matters and Communications

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 4,562.50

Total legal services rendered

\$ 4,562.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 U.S. Trustee Matters and Communications

Invoice Number: 1050116042
 Matter Number: 58395-14

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Julia F. Burnson	0.20	685.00	137.00
Julia Fletcher	1.20	880.00	1,056.00
Maddison Levine	1.80	1,465.00	2,637.00
Brian Nakhaimousa	0.50	1,465.00	732.50
TOTALS	3.70		\$ 4,562.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 U.S. Trustee Matters and Communications

Invoice Number: 1050116042
 Matter Number: 58395-14

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Maddison Levine	0.40	Correspond with YC team re U.S. Trustee plan issues, open items.
02/17/25	Maddison Levine	1.10	Telephone conference with D. Hunter, K&E team, U.S. Trustee, YC team re case status, open items (.5); review, analyze material pleadings, open items re same (.6).
02/24/25	Julia F. Burnson	0.20	Correspond with M. Levine, K&E team re 341 meeting.
02/24/25	Julia Fletcher	1.20	Review, analyze 341 transcript (.7); draft summary re same (.5).
02/24/25	Maddison Levine	0.30	Correspond with YC team, U.S. Trustee re continued 341 meeting.
02/26/25	Brian Nakhaimousa	0.50	Correspond with J. Fletcher, K&E team, YC re continued 341 meeting.
Total		3.70	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116043
Client Matter: 58395-15

In the Matter of Hearings

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 105,016.00</u>
Total legal services rendered	\$ 105,016.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050116043
Matter Number: 58395-15

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	3.10	2,015.00	6,246.50
Julia F. Burnson	1.70	685.00	1,164.50
Jeffrey Ross Goldfine	3.40	1,745.00	5,933.00
Nicole L. Greenblatt, P.C.	10.30	2,595.00	26,728.50
Derek I. Hunter	6.90	1,735.00	11,971.50
Maddison Levine	10.00	1,465.00	14,650.00
Christian Mancino	3.10	395.00	1,224.50
Dominick Vito Manetta	0.60	880.00	528.00
Mark McKane, P.C.	5.60	2,265.00	12,684.00
Brian Nakhaimousa	4.00	1,465.00	5,860.00
Sarah Osborne	0.30	1,065.00	319.50
Josh Sussberg, P.C.	6.70	2,595.00	17,386.50
Ishaan G. Thakran	0.30	1,065.00	319.50
TOTALS	56.00		\$ 105,016.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050116043
Matter Number: 58395-15

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Maddison Levine	0.80	Review, revise disclosure statement hearing agenda (.3); review, analyze pleadings re same (.3); correspond with YC team re same (.2).
02/16/25	Julia F. Burnson	0.90	Correspond with YC team re disclosure statement hearing (.3); correspond with M. Levine re same (.2); coordinate conference line re same (.4).
02/16/25	Maddison Levine	0.60	Coordinate disclosure statement hearing logistics (.4); correspond with J. Burnson, K&E team re same (.2).
02/17/25	Nicole L. Greenblatt, P.C.	2.80	Review, analyze materials re disclosure statement hearing (1.8); prepare talking points re same (1.0).
02/18/25	Julia F. Burnson	0.80	Correspond with YC team re disclosure statement hearing logistics (.5); coordinate same (.3).
02/18/25	Maddison Levine	0.90	Review, revise hearing agenda (.3); correspond with YC team re same (.2); review, revise notice of amended deal documents (.2); correspond with YC team re same (.2).
02/18/25	Christian Mancino	0.10	Correspond with J. Foster re 2.19.25 hearing preparation.
02/18/25	Dominick Vito Manetta	0.60	Compile, plan, disclosure statements re disclosure statement hearing preparation.
02/19/25	Bill Arnault, P.C.	3.10	Participate in disclosure statement hearing.
02/19/25	Jeffrey Ross Goldfine	3.40	Telephonically attend disclosure statement hearing.
02/19/25	Nicole L. Greenblatt, P.C.	7.50	Attend disclosure statement hearing and status conference (3.6); prepare for same (3.9).
02/19/25	Derek I. Hunter	6.90	Prepare for disclosure statement hearing (3.3); attend same (3.6).
02/19/25	Maddison Levine	7.50	Attend disclosure statement hearing (3.6); prepare for same (3.9).
02/19/25	Christian Mancino	3.00	Telephonically attend disclosure statement hearing to assist attorneys and monitor lines.
02/19/25	Mark McKane, P.C.	2.60	Participate in contested disclosure statement and scheduling hearing.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050116043
Matter Number: 58395-15

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Mark McKane, P.C.	3.00	Prepare for contested disclosure statement and scheduling hearing (1.6); conference with J. Sussberg, N. Greenblatt re case strategy (.5); draft talking points re motion to adjourn and confirmation scheduling issues (.9).
02/19/25	Brian Nakhaimousa	3.60	Attend disclosure statement hearing.
02/19/25	Josh Sussberg, P.C.	3.70	Attend status conference and disclosure statement hearing.
02/19/25	Josh Sussberg, P.C.	3.00	Prepare for status conference and disclosure statement hearing (2.3); conference with N. Greenblatt, M. McKane, D. Hunter re same (.7).
02/20/25	Brian Nakhaimousa	0.30	Correspond with YC re DS hearing presentation.
02/26/25	Maddison Levine	0.20	Review, revise CoC re omnibus hearing date.
02/26/25	Sarah Osborne	0.30	Review, revise notice of hearing.
02/28/25	Brian Nakhaimousa	0.10	Correspond with YC re noticing re omnibus hearing.
02/28/25	Ishaan G. Thakran	0.30	Correspond with M. Levine, K&E team, Kroll team re cancellation of hearing.
Total		56.00	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116044
Client Matter: 58395-16

In the Matter of Insurance and Surety Matters

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 2,789.00</u>
Total legal services rendered	\$ 2,789.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Insurance and Surety Matters

Invoice Number: 1050116044
 Matter Number: 58395-16

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Caroline Buthe	0.40	880.00	352.00
Maddison Levine	0.60	1,465.00	879.00
Brian Nakhaimousa	0.70	1,465.00	1,025.50
Ishaan G. Thakran	0.50	1,065.00	532.50
TOTALS	2.20		\$ 2,789.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Insurance and Surety Matters

Invoice Number: 1050116044
 Matter Number: 58395-16

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/20/25	Ishaan G. Thakran	0.50	Research re insurance obligations (.3); correspond with M. Levine, K&E team re same (.2).
02/24/25	Caroline Buthe	0.20	Review, analyze D&O insurance policies.
02/24/25	Caroline Buthe	0.20	Review, analyze D&O insurance policies.
02/24/25	Maddison Levine	0.60	Review, analyze D&O insurance policies (.4); correspond with Company, Morris Nichols re same (.2).
02/28/25	Brian Nakhaimousa	0.70	Conference with J. Raphael, K&E team re insurance matter (.5); review, analyze issues re same (.2).
Total		2.20	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116045
Client Matter: 58395-17

In the Matter of Utilities

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 2,031.50</u>
Total legal services rendered	\$ 2,031.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Utilities

Invoice Number: 1050116045
Matter Number: 58395-17

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Mary Catherine Young	1.70	1,195.00	2,031.50
TOTALS	1.70		\$ 2,031.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Utilities

Invoice Number: 1050116045
 Matter Number: 58395-17

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Mary Catherine Young	0.60	Review, analyze utility termination issue (.3); correspond with J. Fletcher re same (.3).
02/26/25	Mary Catherine Young	0.50	Conference with Alix team re utility termination issue.
02/28/25	Mary Catherine Young	0.60	Review, analyze considerations re utility termination fees (.2); correspond with counterparty re go forward services (.4).
Total		1.70	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116046
Client Matter: 58395-18

In the Matter of Tax Matters

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 31,772.50</u>
Total legal services rendered	\$ 31,772.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Tax Matters

Invoice Number: 1050116046
 Matter Number: 58395-18

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Advani	1.20	1,095.00	1,314.00
Kai Michael Fenty	6.00	925.00	5,550.00
Maddison Levine	0.90	1,465.00	1,318.50
Brian Nakhaimousa	0.50	1,465.00	732.50
Anthony Vincenzo Sexton, P.C.	3.10	2,075.00	6,432.50
Nicholas Warther	9.00	1,825.00	16,425.00
TOTALS	20.70		\$ 31,772.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050116046
Matter Number: 58395-18

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Anthony Vincenzo Sexton, P.C.	0.50	Review, analyze materials re tax structuring and analysis.
02/15/25	Brian Nakhaimousa	0.50	Correspond with AlixPartners re tax matters.
02/16/25	Nicholas Warther	2.20	Review and analyze background and tax structuring materials (1.2); review and revise plan and disclosure statement re tax issues (.8); correspond with A. Sexton re same (.2).
02/17/25	Matt Advani	0.50	Telephone conference with A. Sexton, K&E team and EY team re tax modeling and structure of transactions.
02/17/25	Kai Michael Fenty	3.50	Review and revise asset purchase agreement re tax considerations.
02/17/25	Maddison Levine	0.90	Telephone conference with A. Sexton, K&E team, EY re tax matters (.5); review, analyze structuring issues re same (.4).
02/17/25	Anthony Vincenzo Sexton, P.C.	1.00	Telephone conference with N. Warther, K&E team, EY team re status of tax analysis (.5); review and analyze materials re same (.5).
02/17/25	Nicholas Warther	3.00	Review and revise tax issues re asset purchase agreement (1.9); correspond with A. Sexton re same (.4); telephone conference with A. Sexton, K&E team, EY team re tax modeling (.5); correspond with M. Advani re same (.2).
02/18/25	Kai Michael Fenty	0.80	Review and revise asset purchase agreement re tax considerations.
02/18/25	Anthony Vincenzo Sexton, P.C.	0.70	Review, analyze tax modeling and related materials (.4); review and revise asset purchase agreement re tax considerations (.3).
02/18/25	Nicholas Warther	1.00	Review and revise asset purchase agreement re tax matters (.4); review and analyze tax modeling and structuring (.6).
02/19/25	Anthony Vincenzo Sexton, P.C.	0.40	Review and revise asset purchase agreement re tax considerations (.2); review and analyze tax modeling and structuring issues (.2).
02/19/25	Nicholas Warther	1.80	Review and revise asset purchase agreement re tax issues (1.1); correspond with A. Sexton and K&E team re same (.5); correspond with EY team re structuring (.2).
02/20/25	Kai Michael Fenty	1.00	Review and analyze tax allocation methodology schedule.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050116046
Matter Number: 58395-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Matt Advani	0.70	Telephone conference with EY team, Ducera team, A. Sexton, K&E team re tax modeling and structuring (.5); review, analyze tax model (.2).
02/24/25	Kai Michael Fenty	0.70	Telephone conference with A. Sexton, K&E team, EY team, Ducera team re tax structure and timeline (.5); prepare for same (.2).
02/24/25	Anthony Vincenzo Sexton, P.C.	0.50	Telephone conference with M. Advani, K&E team, EY team and Ducera team re tax analysis.
02/24/25	Nicholas Warther	1.00	Telephone conference with A. Sexton, K&E team, EY team and Ducera team re tax modeling and next steps (.5); prepare for same (.5).
Total		20.70	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116047
Client Matter: 58395-19

In the Matter of Case Administration

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 239,155.50</u>
Total legal services rendered	\$ 239,155.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	15.30	1,065.00	16,294.50
Ziv Ben-Shahar	4.70	1,195.00	5,616.50
Jacob E. Black	1.70	1,375.00	2,337.50
Brooke K. Brimo	0.50	1,065.00	532.50
Julia F. Burnson	18.50	685.00	12,672.50
Caroline Buthe	6.80	880.00	5,984.00
Aislinn Comiskey	10.00	880.00	8,800.00
James B. Dickson	0.80	1,815.00	1,452.00
Julia Fletcher	8.40	880.00	7,392.00
Rachel Golden	10.30	1,195.00	12,308.50
Nicole L. Greenblatt, P.C.	2.70	2,595.00	7,006.50
Keli Huang	1.00	1,725.00	1,725.00
Derek I. Hunter	15.80	1,735.00	27,413.00
Maddison Levine	20.80	1,465.00	30,472.00
Cara Li	3.10	1,195.00	3,704.50
Dominick Vito Manetta	33.20	880.00	29,216.00
Brian Messing	1.80	1,065.00	1,917.00
Brian Nakhaimousa	21.40	1,465.00	31,351.00
Sarah Osborne	3.40	1,065.00	3,621.00
Joshua Raphael	2.10	1,195.00	2,509.50
Michael A. Sloman	2.90	1,375.00	3,987.50
Josh Sussberg, P.C.	3.30	2,595.00	8,563.50
Ishaan G. Thakran	4.90	1,065.00	5,218.50
Luz Tur-Sinai Gozal	0.90	880.00	792.00
Quin Wetzal	3.50	1,065.00	3,727.50
Mary Catherine Young	3.80	1,195.00	4,541.00
TOTALS	201.60		\$ 239,155.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Michael Beauchamp	2.70	Research, analyze press releases, first day declaration re case status, related considerations (1.1); draft summaries re same (.7); correspond with M. Levine, K&E team re same (.5); conference with B. Nakhaimousa, K&E team re same (.4).
02/14/25	Ziv Ben-Shahar	0.80	Conferences with M. Levine, K&E team re case status, work in process.
02/14/25	Julia F. Burnson	3.50	Draft pleading template (.6); research precedent re hearing transcripts (.8); conference with M. Levine, K&E team re case timeline (.7); draft pro hac vice motions (.9); correspond with YC team re filing of same (.5).
02/14/25	Caroline Buthe	0.70	Telephone conference with M. Levine, K&E team re case status, work in process (.4); telephone conference with D. Hunter, K&E team re same (.3).
02/14/25	Aislinn Comiskey	0.80	Conference with D. Hunter, K&E team re case status, work in process.
02/14/25	Julia Fletcher	0.20	Correspond with M. Levine, K&E team re case status, work in process.
02/14/25	Keli Huang	0.50	Correspond with Company, M. Levine, K&E team, advisors re status.
02/14/25	Derek I. Hunter	1.60	Correspond with N. Greenblatt, K&E team re work in process (.5); conference with M. Levine, K&E team re same (1.1).
02/14/25	Maddison Levine	3.00	Telephone conferences with B. Nakhaimousa, K&E team re work in process (1.0); prepare for same (.3); review, revise summary re same (.3); telephone conference with YC team, B. Nakhaimousa, K&E team re case status, next steps (.5); correspond with B. Nakhaimousa, K&E team re same (.2); draft working group list (.3); correspond with J. Sussberg, K&E team, Company re same (.4).
02/14/25	Maddison Levine	0.80	Review, revise organizational chart (.5); correspond with C. Buthe, B. Nakhaimousa re same (.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Dominick Vito Manetta	5.40	Conference with M. Levine, K&E team re work in process (.8); draft summary re same (.9); review, analyze recently filed pleadings, related case documents (3.7).
02/14/25	Brian Nakhaimousa	5.80	Conferences with M. Levine, K&E team re work in process, next steps (1.0); conference with M. Levine, K&E team, YC re background, work in process, next steps (.5); correspond with M. Levine re work in process, next steps (.5); correspond with D. Manetta re case status (.8); review, revise case summary (.8); correspond with M. Beauchamp, K&E team re same (.2); review, analyze case materials (2.0).
02/14/25	Sarah Osborne	0.80	Telephone conference with M. Levine, K&E team re work in process.
02/14/25	Josh Sussberg, P.C.	3.20	Telephone conference with Company re onboarding (.7); telephone conference with M. McKane, N. Greenblatt, D. Hunter re case strategy (.4); telephone conference with M. Levine, K&E team re same (.5); telephone conference with Paul Hastings team re case status (.8); telephone conference with Akin team re same (.3); telephone conference with N. Greenblatt re case status, next steps (.1); correspond with Company re case status, next steps (.4).
02/14/25	Ishaan G. Thakran	0.80	Conferences with M. Levine, K&E team re case status, next steps.
02/14/25	Quin Wetzel	1.00	Telephone conference with M. Levine, B. Nakhaimousa re work in process (.5); telephone conference with D. Hunter, K&E team re same (.5).
02/15/25	Michael Beauchamp	7.80	Review, analyze recently filed pleadings re case summary (2.2); review, revise same (2.9); conferences with M. Levine, K&E team work in process (1.0); correspond with D. Manetta, K&E team re same (.4); further revise case summary (1.3).
02/15/25	Ziv Ben-Shahar	1.00	Conferences with M. Levine, K&E team re case updates, work in process.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Caroline Buthe	1.00	Telephone conference with M. Levine, K&E team re case status (.5); telephone conference with B. Nakhaimousa, K&E team re same (.5).
02/15/25	Caroline Buthe	0.40	Review, revise work in process summary.
02/15/25	Aislinn Comiskey	4.20	Draft summary re material pleadings (3.1); correspond with R. Golden, J. Fletcher re same (.2); conference with M. Levine, K&E team re work in process (.9).
02/15/25	Julia Fletcher	0.90	Conference with M. Levine K&E team re work in process.
02/15/25	Rachel Golden	0.70	Draft, revise summary re work in process (.6); correspond with C. Buthe re same (.1).
02/15/25	Keli Huang	0.50	Review, revise summary re work in process.
02/15/25	Derek I. Hunter	3.50	Conference with M. Levine, K&E team, Company, advisors re work in process, related considerations (1.0); correspond with M. Levine, K&E team, Company, advisors re same (1.5); review, analyze materials re case considerations, outstanding issues (1.0).
02/15/25	Maddison Levine	3.60	Telephone conferences with D. Hunter, B. Nakhaimousa, K&E team re work in process (1.0); review, revise summary re same (.5); compile, analyze care package re case materials (.5); correspond with D. Manetta, K&E team re same (.4); review, analyze case summary (.5); correspond with B. Nakhaimousa, K&E team re same (.3); review, revise working group list (.4).
02/15/25	Cara Li	0.50	Review, revise summary re work in process.
02/15/25	Dominick Vito Manetta	7.60	Draft work in process summary (1.1); conference with M. Levine, B. Nakhaimousa, K&E team re work in process (1.0); draft case summary (5.5).
02/15/25	Brian Nakhaimousa	1.90	Conferences with M. Levine, K&E team re work in process, next steps (1.0); correspond with M. Beauchamp, M. Levine re same (.2); correspond with D. Manetta re D&O slate (.2); review lender NDAs (.5).
02/15/25	Joshua Raphael	0.40	Conference with B. Nakhaimousa, K&E team re work in process.
02/15/25	Ishaan G. Thakran	1.00	Conferences with M. Levine, K&E team re case status, next steps.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Mary Catherine Young	1.50	Conferences with M. Levine, K&E team re work in process (1.0); conference with YC team re same (.5).
02/16/25	Julia F. Burnson	0.40	Compile, analyze recently filed pleadings.
02/16/25	Caroline Buthe	0.30	Review, revise summary re work in process.
02/16/25	Julia Fletcher	3.20	Review, analyze case materials (3.0); correspond with M. Levine, K&E team re same (.2).
02/16/25	Derek I. Hunter	1.30	Conferences with M. Levine, B. Nakhaimousa re work in process, next steps (1.1); prepare for same (.2).
02/16/25	Maddison Levine	3.40	Telephone conferences with D. Hunter, K&E team, advisors re work in process, case status (1.1); review, analyze case materials re same (1.9); correspond with D. Manetta, K&E team re same, related care package (.4).
02/16/25	Cara Li	0.50	Draft, revise summary re work in process.
02/16/25	Dominick Vito Manetta	0.80	Review, analyze case materials (.5); draft work in process summary (.3).
02/16/25	Brian Nakhaimousa	1.60	Conference with D. Hunter, K&E team, Company re status, next steps (1.1); conference with J. Sussberg, K&E team re status, next steps, work in process (.5).
02/17/25	James B. Dickson	0.30	Telephone conference with Wilkie team re transition.
02/17/25	Julia Fletcher	0.60	Draft case milestone summary.
02/17/25	Brian Nakhaimousa	1.30	Conference with AlixPartners, M. Levine re professional fee forecasts (.5); conference with YC, M. Levine, UST re case status (.5); correspond with J. Fletcher re milestones summary (.3).
02/18/25	Julia F. Burnson	2.70	Compile, analyze filed pleadings (1.3); correspond with M. Levine, K&E team re same (1.4).
02/18/25	Caroline Buthe	0.20	Review, revise summary re work in process.
02/18/25	Cara Li	1.40	Draft, revise summary re work in process.
02/18/25	Dominick Vito Manetta	0.90	Draft, revise work in process summary.
02/18/25	Brian Nakhaimousa	1.00	Conference with M. Levine, K&E team re work in process, next steps.
02/19/25	Brooke K. Brimo	0.50	Conference with T. Prommer, K&E team re matter status.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Julia F. Burnson	0.50	Compile, analyze filed pleadings.
02/19/25	Julia Fletcher	1.10	Draft summary re case status, open items.
02/19/25	Dominick Vito Manetta	0.90	Draft work in process summary.
02/20/25	Michael Beauchamp	0.30	Draft case summary, high priority issues (.2); correspond with J. Raphael, K&E team re same (.1).
02/20/25	Julia F. Burnson	1.10	Compile, analyze filed pleadings.
02/20/25	Caroline Buthe	1.90	Review, revise summary re work in process (1.7); correspond with R. Golden re same (.1); correspond with M. Levine re same (.1).
02/20/25	Nicole L. Greenblatt, P.C.	1.00	Conference with Company, Ducera, D. Hunter, K&E team, AlixPartners re status, next steps (.5); prepare for same (.5).
02/20/25	Maddison Levine	2.80	Telephone conference with D. Hunter, K&E team re work in process, outstanding issues (.5); review, analyze summary re same (.4); review, revise Company work in process summary, material dates calendar (1.3); correspond with Company re same (.3); review, revise summary re work in process (.3).
02/20/25	Cara Li	0.70	Telephone conference with M. Levine, K&E team re case status, next steps (.5) draft, revise working group list (.2).
02/20/25	Dominick Vito Manetta	3.30	Draft work in process summary (3.1); correspond with B. Nakhaimousa re case milestones (.2).
02/20/25	Brian Nakhaimousa	2.20	Conference with Company, Ducera, D. Hunter, K&E team, AlixPartners re status, next steps (.5); review, analyze work in process summary (.3); conference with D. Hunter, M. Levine re status, next steps (.5); prepare for same (.3); review, revise work in process summary (.4); correspond with D. Manetta, M. Levine re same (.2).
02/21/25	Michael Beauchamp	0.80	Telephone conference with M. Levine, B. Nakhaimousa re work in process (.6); prepare for same (.2).
02/21/25	Ziv Ben-Shahar	0.60	Conference with M. Levine, K&E team re work in process.
02/21/25	Julia F. Burnson	2.10	Compile, analyze filed pleadings.
02/21/25	Caroline Buthe	0.60	Telephone conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/21/25	Aislinn Comiskey	0.60	Conference with M. Levine, K&E team re work in process.
02/21/25	Julia Fletcher	0.60	Conference with M. Levine, K&E team re work in process.
02/21/25	Maddison Levine	1.90	Telephone conference with B. Nakhaimousa, K&E team re work in process, open items (.6); review, revise summary re same (.7); telephone conference with YC team, B. Nakhaimousa, K&E team re same, case status, open items (.6).
02/21/25	Dominick Vito Manetta	1.60	Conference with M. Levine, B. Nakhaimousa, K&E team re work in process (.6); prepare for same (.2); draft summary re same (.8).
02/21/25	Brian Nakhaimousa	2.10	Conference with M. Levine, K&E team re work in process, next steps (.6); review, analyze work in process summary re preparation for same (.7); conference with M. Levine, YC re status, next steps (.5); review, comment on organizational structure chart (.2); correspond with C. Buthe re same (.1).
02/21/25	Sarah Osborne	0.60	Telephone conference with M. Levine, K&E team re work in process.
02/21/25	Michael A. Sloman	0.80	Telephone conference with M. Levine, K&E team re work in process (.6); prepare for same (.2).
02/21/25	Ishaan G. Thakran	0.80	Conference with M. Levine, K&E team re work in process (.6); prepare for same (.2).
02/21/25	Quin Wetzel	0.60	Telephone conference with M. Levine, K&E team re work in process.
02/21/25	Mary Catherine Young	0.30	Conference with M. Levine, K&E team re work in process (partial).
02/22/25	Maddison Levine	0.90	Telephone conference with N. Greenblatt, K&E team Ducera, Alix teams re case status, open items (.6); prepare for same (.3).
02/23/25	Caroline Buthe	0.10	Correspond with R. Golden, M. Levine re summary re work in process.
02/23/25	Derek I. Hunter	1.00	Telephone conference with M. Levine, K&E team, Alix team re matter status, case update.
02/24/25	Julia F. Burnson	1.20	Correspond with YC team re pro hac motions (.4); correspond with B. Nakhaimousa re same (.4); compile recently filed pleadings (.4).
02/24/25	Caroline Buthe	0.30	Review, revise work in process summaries.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Aislinn Comiskey	0.80	Review, revise pro hac vice motions (.6); correspond with B. Nakhaimousa, J. Raphael re same (.1); review, revise work in process summary (.1).
02/24/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company advisors re case updates, next steps.
02/24/25	Rachel Golden	3.50	Draft material dates, deadlines summary (3.4); correspond with M. Levine, B. Nakhaimousa re same (.1).
02/24/25	Derek I. Hunter	0.40	Conference with M. Levine, B. Nakhaimousa re work in process.
02/24/25	Maddison Levine	1.30	Review, revise external work in process summary (.8); correspond with B. Nakhaimousa, K&E team re same (.5).
02/24/25	Dominick Vito Manetta	1.90	Draft case summary (1.1); draft work in process summary (.8).
02/24/25	Brian Nakhaimousa	0.20	Review, comment on organizational structure chart.
02/25/25	Michael Beauchamp	0.90	Telephone conference with B. Nakhaimousa, M. Levine re work in process.
02/25/25	Ziv Ben-Shahar	1.20	Review, revise work in process summary (.2); conference with M. Levine, K&E team re work in process (1.0).
02/25/25	Jacob E. Black	0.80	Conference with B. Nakhaimousa, K&E team re work in process (partial).
02/25/25	Julia F. Burnson	2.70	Correspond with YC team re filings (.5); compile, analyze filed pleadings (1.2); telephone conference with M. Levine, K&E team re work in process (1.0).
02/25/25	Caroline Buthe	1.20	Telephone conference with M. Levine, K&E team re work in process (1.0); review, revise summary re work in process (.2).
02/25/25	Aislinn Comiskey	2.70	Correspond with YC team re filings (.5); compile, analyze filed pleadings (1.2); telephone conference with M. Levine, K&E team re work in process (1.0).
02/25/25	Julia Fletcher	1.00	Conference with M. Levine re work in process.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Rachel Golden	3.10	Draft material dates, deadlines calendar, summary (1.4); correspond with M. Levine, B. Nakhaimousa re same (.2); review, revise work in process summary (.5); conference with M. Levine, K&E team re work in process (1.0).
02/25/25	Nicole L. Greenblatt, P.C.	0.70	Telephone conference with Company advisors re case strategy, next steps.
02/25/25	Maddison Levine	1.20	Telephone conference with B. Nakhaimousa, K&E team re work in process (1.0); review, analyze summary re same (.2).
02/25/25	Dominick Vito Manetta	3.90	Draft work in process summary (.2); conference with M. Levine, K&E team re work in process (1.0); draft case summary (2.7).
02/25/25	Brian Messing	0.90	Conference with M. Levine, K&E team re work in process.
02/25/25	Brian Nakhaimousa	1.20	Conference with M. Levine, K&E team re work in process, next steps (.9); review, analyze work in process summary re preparation for same (.3).
02/25/25	Sarah Osborne	1.00	Telephone conference with M. Levine, K&E team re work in process.
02/25/25	Joshua Raphael	0.90	Conference with M. Levine, K&E team re work in process.
02/25/25	Michael A. Sloman	1.00	Conference with M. Levine, K&E team re work in process.
02/25/25	Ishaan G. Thakran	0.80	Conference with M. Levine, K&E team re work in process (partial).
02/25/25	Ishaan G. Thakran	1.50	Draft, revise summary re case status (.8); review, revise summary re same (.3); correspond with M. Levine, K&E team re same (.4).
02/25/25	Quin Wetzel	1.00	Telephone conference with M. Levine, K&E team re work in process.
02/25/25	Mary Catherine Young	0.80	Conference with M. Levine, K&E team re work in process (partial).
02/26/25	Julia F. Burnson	0.40	Compile, analyze recently filed pleadings.
02/26/25	Caroline Buthe	0.10	Review, revise summary re work in process.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Derek I. Hunter	3.00	Conferences with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (1.4); correspond with M. Levine, K&E team, advisors re same (.6); review, analyze materials re same (1.0).
02/26/25	Dominick Vito Manetta	3.20	Review, revise work in process summary (.4); draft, revise Company case summary (2.6); correspond with M. Levine, B. Nakhaimousa re same (.2).
02/26/25	Brian Nakhaimousa	0.70	Conference with N. Greenblatt, K&E team, Ducera, AlixPartners re preparation re settlement conference.
02/26/25	Michael A. Sloman	0.10	Review, revise work in process summary.
02/26/25	Luz Tur-Sinai Gozal	0.30	Correspond with B. Messing, K&E team re work in process.
02/27/25	Michael Beauchamp	1.10	Draft summary re outstanding issues, next steps (.6); review, analyze related materials (.3); correspond with J. Raphael re same (.2).
02/27/25	Julia F. Burnson	1.90	Coordinate case hearings, materials and deadlines logistics (.7); compile, analyze recently filed pleadings (1.2).
02/27/25	Rachel Golden	3.00	Draft case calendar (2.0); review, analyze materials re same (1.0).
02/27/25	Nicole L. Greenblatt, P.C.	1.00	Telephone conference with Company, Company advisors re case strategy, next steps.
02/27/25	Derek I. Hunter	3.00	Conferences with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (1.0); correspond with M. Levine, K&E team, advisors re same (1.0); review, analyze correspondence, materials re same (1.0).
02/27/25	Maddison Levine	0.30	Review, revise work in process summary.
02/27/25	Dominick Vito Manetta	1.70	Draft, revise work in process summary.
02/27/25	Brian Nakhaimousa	0.90	Review, revise work in process summary (.8); correspond with D. Manetta, K&E team re same (.1).
02/27/25	Brian Nakhaimousa	0.60	Correspond with AlixPartners re business degradation materials (.1); review, analyze same (.4); correspond with J. Sussberg, K&E team re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Luz Tur-Sinai Gozal	0.20	Correspond with J. Burnson re case management procedures.
02/27/25	Luz Tur-Sinai Gozal	0.40	Conference with J. Black, K&E team re case updates.
02/27/25	Mary Catherine Young	0.30	Review, revise work in process summary.
02/28/25	Michael Beauchamp	1.70	Review, revise work in process summary (.1); correspond with D. Manetta, K&E team re same (.1); correspond with J. Raphael re same (.2); telephone conference with M. Levine, K&E team re work in process (.9); review, analyze case summary re case updates (.3); correspond with D. Manetta re same (.1).
02/28/25	Ziv Ben-Shahar	1.10	Conference with M. Levine, K&E team re work in process (.9); review, revise summary re same (.2).
02/28/25	Jacob E. Black	0.90	Conference with B. Nakhaimousa, K&E team re work in process.
02/28/25	Julia F. Burnson	2.00	Telephone conference with M. Levine, K&E team re work in process (.9); compile, analyze recently filed pleadings (1.1).
02/28/25	Aislinn Comiskey	0.90	Conference with M. Levine, K&E team re work in process.
02/28/25	Julia Fletcher	0.80	Conference with M. Levine, K&E team re work in process.
02/28/25	Derek I. Hunter	2.00	Conference with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (.9); correspond with M. Levine, K&E team, advisors re same (.5); review, analyze correspondence, materials re same (.6).
02/28/25	Maddison Levine	1.60	Telephone conference with B. Nakhaimousa, K&E team re work in process (.9); review, analyze summary re same (.3); review, revise material dates, deadlines summary (.4).
02/28/25	Dominick Vito Manetta	2.00	Draft, revise case summary (.7); draft, revise work in process summary (.4); conference with M. Levine, B. Nakhaimousa re work in process (.9).
02/28/25	Brian Messing	0.90	Conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Brian Nakhaimousa	1.90	Conference with M. Levine, K&E team re work in process, next steps (.9); review work in process summary re same (.5); conference with M. Levine, D. Hunter re work in process, next steps (.5)).
02/28/25	Sarah Osborne	1.00	Telephone conference with M. Levine, K&E team re work in process.
02/28/25	Joshua Raphael	0.80	Conference with M. Levine, K&E team re work in process.
02/28/25	Michael A. Sloman	1.00	Telephone conference with M. Levine, K&E team re work in process (.9); prepare for same (.1).
02/28/25	Josh Sussberg, P.C.	0.10	Telephone conference with Company re status.
02/28/25	Quin Wetzel	0.90	Telephone conference with M. Levine, K&E team re work in process.
02/28/25	Mary Catherine Young	0.90	Conference with M. Levine, K&E team re work in process.
Total		201.60	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116048
Client Matter: 58395-20

In the Matter of Retention – K&E

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 317,353.00</u>
Total legal services rendered	\$ 317,353.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Retention – K&E

Invoice Number: 1050116048
 Matter Number: 58395-20

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Julia F. Burnson	0.50	685.00	342.50
Caroline Buthe	19.60	880.00	17,248.00
Michael Y. Chan	6.30	550.00	3,465.00
Aislinn Comiskey	2.80	880.00	2,464.00
Matthew Cooper	25.70	370.00	9,509.00
Marta Dudyan	33.10	370.00	12,247.00
Julia Fletcher	4.20	880.00	3,696.00
Rachel Golden	113.00	1,195.00	135,035.00
Susan D. Golden	2.40	1,795.00	4,308.00
Derek I. Hunter	1.40	1,735.00	2,429.00
Maddison Levine	16.70	1,465.00	24,465.50
Brian Nakhaimousa	1.60	1,465.00	2,344.00
Eric Nyberg	31.50	370.00	11,655.00
Michael A. Sloman	26.90	1,375.00	36,987.50
Josh Sussberg, P.C.	2.60	2,595.00	6,747.00
Ishaan G. Thakran	41.70	1,065.00	44,410.50
TOTALS	330.00		\$ 317,353.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Retention – K&E

Invoice Number: 1050116048
 Matter Number: 58395-20

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Caroline Buthe	4.40	Draft K&E retention application (3.9); correspond with R. Golden, K&E team re same (.5).
02/14/25	Rachel Golden	12.60	Correspond with M. Levine, K&E team re retention process (1.5); draft, revise K&E retention application (3.8); research precedent, related issues re same (2.1); conferences with M. Levine, B. Nakhaimousa re same (.5); analyze potential specific disclosures re K&E retention application (2.1); review, revise same (1.1); correspond with D. Hunter, K&E team re K&E retention application (.2); correspond with M. Levine, K&E team re K&E retention declaration (.7); correspond with L. Stockwell re attorney screens (.2); conference with L. Stockwell re same (.4).
02/14/25	Derek I. Hunter	0.50	Correspond with I. Thakran, K&E team re K&E retention matters.
02/14/25	Maddison Levine	2.70	Review, revise K&E retention application (.9); correspond with I. Thakran, K&E team re same (.4); review, analyze potential disclosures re K&E retention (.4); correspond with J. Sussberg, K&E team re re K&E retention application (.8); review, analyze issues re same (.2).
02/14/25	Eric Nyberg	4.60	Review, analyze potential disclosures re K&E retention.
02/14/25	Josh Sussberg, P.C.	0.80	Correspond with M. Levine, K&E team re K&E retention.
02/14/25	Josh Sussberg, P.C.	0.20	Correspond with YC team, independent director re retention matters.
02/14/25	Ishaan G. Thakran	5.30	Draft, revise K&E retention application exhibits 4.3); research precedent re same (1.0).
02/15/25	Caroline Buthe	3.10	Telephone conference with R. Golden, K&E team re K&E retention application (.4); review, analyze potential disclosures re same (2.6); correspond with R. Golden re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Rachel Golden	9.40	Review, revise K&E retention application (3.8); correspond with I. Thakran re same (.4); correspond with C. Buthe re budget, staffing memorandum precedent (.2); review, analyze same (1.6); review, revise potential disclosures re K&E retention (1.4); draft summary re same (.7); correspond with M. Levine, K&E team re same (.8); correspond with I. Thakran, K&E team re K&E retention considerations (.5).
02/15/25	Maddison Levine	1.40	Correspond with D. Hunter, K&E team re K&E retention considerations (.4); review, analyze precedent re same (.6); correspond with R. Golden, K&E team re same, K&E retention application (.4).
02/15/25	Ishaan G. Thakran	8.00	Review, revise K&E retention application (1.2); conferences with R. Golden, M. Levine re K&E retention issues (.4); draft, revise budget, staffing memorandum (2.0); draft, revise budget staffing worksheet (1.5).
02/16/25	Caroline Buthe	1.50	Review, analyze disclosures re K&E retention application (.9); telephone conference with J. Fletcher, A. Comiskey re same (.5); telephone conference with J. Fletcher re same (.1).
02/16/25	Aislinn Comiskey	2.80	Review, analyze potential disclosures re K&E retention application (2.5); conference with C. Buthe, J. Fletcher, K&E team re same (.3).
02/16/25	Julia Fletcher	2.90	Review and analyze potential disclosures re K&E retention application (2.1); review, analyze issues re same (.8).
02/16/25	Rachel Golden	15.70	Review, revise K&E retention application (1.3); review, analyze issues re retention (3.4); conference with M. Sloman re same (.5); correspond with M. Sloman re K&E retention (.3); correspond with Alix team re retention schedules (.1); correspond with I. Thakran re budget, staffing memorandum (.2); review, revise same (2.6); review, analyze precedent re same (1.2); review, revise potential disclosures (3.4); draft summary re same (1.4); correspond with D. Hunter, K&E team re screens (.1); correspond with Ducera team re retention schedules (.3); correspond with I. Thakran re same (.3); review, analyze same (.6).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/16/25	Eric Nyberg	2.40	Draft K&E retention schedules.
02/16/25	Michael A. Sloman	2.30	Correspond with R. Golden, K&E team re K&E retention (.6); review, analyze potential disclosures re same (1.7).
02/16/25	Ishaan G. Thakran	4.50	Draft, revise budget, staffing memorandum (3.0); correspond with M. Levine, R. Golden re same, related retention issues (.5); review, revise K&E retention application (.6); correspond with M. Sloman, K&E team re same (.4).
02/17/25	Rachel Golden	10.00	Review, revise K&E retention application (3.9); review, analyze issues re retention (1.1); conference with M. Sloman re same (1.0); correspond with M. Sloman re K&E retention (.7); conference with Alix team re retention schedules (.5); review, analyze same (.6); draft, revise specific disclosures re K&E retention application (2.0); correspond with D. Hunter, K&E team re same (.2).
02/17/25	Derek I. Hunter	0.80	Correspond with N. Greenblatt, re retention matters (.3); conference with N. Greenblatt re same (.5).
02/17/25	Derek I. Hunter	0.10	Correspond with M. Levine, B. Nakhaimousa re K&E retention matters.
02/17/25	Maddison Levine	0.70	Correspond with R. Golden, K&E team re K&E retention matters (.2); conference with R. Golden, K&E team re same (.3); review, analyze issues re same (.2).
02/17/25	Brian Nakhaimousa	0.30	Correspond with M. Sloman, R. Golden re K&E retention application.
02/17/25	Eric Nyberg	2.40	Draft schedules re K&E retention application (2.0); review, analyze disclosures re same (.4).
02/17/25	Michael A. Sloman	5.40	Review, revise K&E retention application (2.1); review, analyze potential disclosures re same (1.7); conference with R. Golden re K&E retention (1.0); review, revise presentation re K&E retention (.6).
02/17/25	Ishaan G. Thakran	0.40	Correspond with M. Levine, R. Golden re retention considerations.
02/18/25	Caroline Buthe	0.20	Correspond with I. Thakran re motion to seal re retention applications, supplemental declarations.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Rachel Golden	7.20	Review, analyze potential disclosures re K&E retention (1.1); review, analyze issues re same (1.5); conference with M. Sloman re same (.7); correspond with M. Sloman re same (.6); review, revise specific disclosures re K&E retention application (1.2); correspond with M. Levine, K&E team, Alix team, Ducera team re retention schedules (.9); review, revise billing memorandum (.5); correspond with I. Thakran re same (.1); review, revise budget, staffing memorandum (.6).
02/18/25	Maddison Levine	0.70	Correspond with R. Golden, K&E team re K&E retention matters (.2); conference with R. Golden, K&E team re same (.2); review, analyze issues re same (.3).
02/18/25	Michael A. Sloman	1.20	Review, revise billing, staffing memorandum (.3); conference with R. Golden re K&E retention (.7); review, analyze considerations re same (.2).
02/18/25	Ishaan G. Thakran	1.40	Review, revise billing, staffing memorandum (.9); conference with R. Golden re same (.2); correspond with M. Sloman, K&E team re same (.3).
02/19/25	Julia F. Burnson	0.50	Draft motion to seal re K&E retention.
02/19/25	Caroline Buthe	1.80	Revise motion to seal re retention applications, supplemental declarations (.9); review, analyze conflicts reports (.6); correspond with J. Fletcher re same (.2); correspond with R. Golden re same (.1).
02/19/25	Marta Dudyan	3.90	Analyze potential disclosures re K&E retention.
02/19/25	Julia Fletcher	1.30	Review, analyze potential disclosures re K&E retention application.
02/19/25	Rachel Golden	3.60	Review, analyze potential disclosures re K&E retention (1.6); review, analyze issues re same (.9); conference with M. Sloman re same (.6); correspond with E. Nyberg, K&E team re K&E retention application schedules (.2); correspond with Alix team re same (.3).
02/19/25	Eric Nyberg	2.90	Review, analyze disclosures re K&E retention application (2.7); correspond with R. Golden re same (.2).
02/19/25	Michael A. Sloman	0.50	Correspond with R. Golden, K&E team re K&E retention considerations.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Retention – K&E

Invoice Number: 1050116048
 Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Ishaan G. Thakran	1.40	Review, revise billing, staffing memorandum (1.1); correspond with M. Levine, K&E team re same (.3).
02/20/25	Caroline Buthe	0.80	Review, analyze K&E retention application.
02/20/25	Marta Dudyan	2.70	Draft, revise K&E retention schedules.
02/20/25	Rachel Golden	4.90	Review, revise K&E retention application (1.9); review, analyze disclosures re same (1.4); correspond with M. Sloman, K&E team re same (.5); review, analyze issues re same (1.1).
02/20/25	Brian Nakhaimousa	0.20	Correspond with R. Golden re K&E retention matters.
02/20/25	Eric Nyberg	2.50	Review, revise retention schedules.
02/20/25	Michael A. Sloman	0.20	Correspond with R. Golden, K&E team re K&E retention.
02/20/25	Ishaan G. Thakran	0.80	Correspond with R. Golden, K&E team re budget, staffing memorandum (.6); review, analyze same (.2).
02/21/25	Caroline Buthe	3.00	Draft motion to seal re retention application, supplemental declaration (1.2); draft, revise budget, staffing workplan (1.0); revise budget, staffing memorandum re same (.8).
02/21/25	Matthew Cooper	2.90	Research re potential disclosures re K&E retention.
02/21/25	Susan D. Golden	0.20	Correspond with R. Golden, K&E team re K&E retention.
02/21/25	Rachel Golden	5.70	Review, revise K&E retention application (1.5); correspond with M. Sloman re same (.2); review, analyze issues re same (1.3); review, analyze potential disclosures re same (1.9); review, analyze precedent re K&E retention application (.6); correspond with S. Golden re retention considerations (.2).
02/21/25	Eric Nyberg	4.80	Research re potential disclosures re K&E retention.
02/21/25	Michael A. Sloman	0.20	Correspond with R. Golden re K&E retention.
02/21/25	Ishaan G. Thakran	1.60	Review, revise budget, staffing memorandum (.8); review, revise motion to seal re retention application, supplemental declaration (.3); research precedent re same (.2); correspond with C. Buthe re same (.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/22/25	Caroline Buthe	0.50	Review, analyze potential disclosures re K&E retention application.
02/22/25	Rachel Golden	6.60	Review, analyze precedent K&E retention applications (1.1); draft, revise same (3.9); correspond with M. Sloman re same (.2); further revise same (1.2); correspond with M. Levine re same (.2).
02/22/25	Michael A. Sloman	0.40	Review, revise K&E retention application.
02/22/25	Ishaan G. Thakran	1.30	Review, revise budget, staffing memorandum (1.1); correspond with R. Golden re same (.2).
02/23/25	Caroline Buthe	0.10	Correspond with R. Golden re K&E retention.
02/23/25	Rachel Golden	3.00	Review, review K&E retention application (2.7); review, analyze creditor matrix order re redaction re K&E retention application (.2); correspond with M. Sloman re same (.1).
02/23/25	Maddison Levine	2.90	Review, revise K&E retention application (2.7); correspond with R. Golden, K&E team re same (.2).
02/24/25	Caroline Buthe	1.30	Review, revise motion to seal re retention application, supplemental declaration.
02/24/25	Matthew Cooper	2.00	Research re parties in interest re conflicts considerations (1.3); review, analyze issues re same (.7).
02/24/25	Marta Dudyan	6.30	Research re potential disclosures re K&E retention.
02/24/25	Susan D. Golden	0.60	Correspond with R. Golden re K&E retention application (.3); draft specific disclosure re same (.3).
02/24/25	Rachel Golden	5.30	Review, revise K&E retention application (2.9); correspond with S. Golden re same (.3); correspond with D. Hunter re same (.2); review, analyze issues re same (.5); correspond with M. Sloman re same K&E retention application (.5); conference with M. Levine, K&E team re same (.2); correspond with YC team re K&E retention (.1); conference with YC team re retention schedules (.5); correspond with YC team re same (.1).
02/24/25	Maddison Levine	1.20	Review, revise K&E retention application (.8); correspond with R. Golden, K&E team re same (.2); conference with R. Golden re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Michael A. Sloman	2.50	Telephone conference with R. Golden re K&E retention (.4); telephone conference with M. Levine re same (.2); review, analyze specific disclosures re K&E retention application (1.6); correspond with R. Golden, K&E team re same (.3).
02/24/25	Ishaan G. Thakran	4.00	Review, analyze motion to seal re retention application, supplemental declaration (1.0); review, revise same (2.0); research precedent re same (.5); correspond with C. Buthe re same (.5).
02/25/25	Caroline Buthe	2.40	Review, revise motion to seal re retention application, supplemental declaration.
02/25/25	Matthew Cooper	4.40	Review, analyze potential disclosures re K&E retention application.
02/25/25	Marta Dudyan	5.40	Review, analyze K&E retention application disclosures (3.9); review, analyze issues re same (1.5).
02/25/25	Susan D. Golden	1.20	Review, revise K&E retention application (.9); correspond with R. Golden, K&E team re same (.3).
02/25/25	Rachel Golden	5.20	Review, revise K&E retention application (4.5); correspond with D. Hunter re same (.1); correspond with S. Golden re same (.3); correspond with M. Levine, K&E team re specific disclosures re same (.3).
02/25/25	Maddison Levine	1.30	Review, revise K&E retention application (.6); review, analyze disclosures re same (.3); correspond with R. Golden, K&E team re same (.4).
02/25/25	Brian Nakhaimousa	0.30	Conference with R. Golden re K&E retention application (.2); correspond with R. Golden, K&E team re same (.1).
02/25/25	Michael A. Sloman	3.70	Telephone conferences with R. Golden re K&E retention (.5); telephone conference with M. Levine re same (.1); review, revise motion to seal re retention applications, supplemental declarations (2.3); review, revise K&E retention application (.8).
02/26/25	Caroline Buthe	0.50	Review, analyze disclosures re K&E retention applications (.4); correspond with M. Sloman re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Matthew Cooper	6.30	Review, analyze retention application disclosures.
02/26/25	Rachel Golden	5.30	Review, revise K&E retention application (2.8); correspond with M. Levine, K&E team re same (.7); review, analyze issues re specific disclosures (1.8).
02/26/25	Maddison Levine	0.50	Review, revise K&E retention application (.3); correspond with R. Golden, K&E team re same (.2).
02/26/25	Michael A. Sloman	2.70	Telephone conference with R. Golden re K&E retention (.1); review, revise K&E retention application re same (.9); review, analyze potential disclosures re same (1.7).
02/26/25	Josh Sussberg, P.C.	0.80	Review, revise K&E retention application.
02/27/25	Michael Y. Chan	6.30	Compile, analyze potential disclosures re K&E retention application.
02/27/25	Matthew Cooper	6.40	Review, analyze potential disclosures re K&E retention application (5.0); draft schedules re same (1.4).
02/27/25	Marta Dudyan	9.90	Review, analyze potential disclosures re K&E retention application (3.9); review, analyze issues re same (3.7); correspond with R. Golden, K&E team re same (1.4); conferences with R. Golden, K&E team (.9).
02/27/25	Susan D. Golden	0.40	Conference with C. Husnick re K&E retention application (.2); correspond with R. Golden, K&E team re same (.2).
02/27/25	Rachel Golden	6.80	Draft, revise K&E retention application (3.4); correspond with M. Sloman, K&E team re same (.2); conference with M. Levine, K&E team re same (.2); conference with M. Sloman, K&E team re specific disclosures re same (.9); review, revise motion to seal re retention applications, supplemental declarations (1.0); correspond with M. Sloman re same (.3); review, revise budget, staffing memorandum (.5); correspond with I. Thakran re same (.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Maddison Levine	3.50	Review, revise K&E retention application (.3); review, analyze conflicts issues re same (.2); correspond with R. Golden re same, next steps (.3); review, revise budget, staffing memorandum (.7); correspond with I. Thakran, K&E team re same (.3); review, revise motion to seal re retention applications, supplemental declarations (1.3); correspond with R. Golden, K&E team re same (.4).
02/27/25	Brian Nakhaimousa	0.70	Correspond with M. Sloman, K&E team re K&E retention (.1); correspond with R. Golden re budget and staffing memorandum (.2); review, comment on same (.4).
02/27/25	Eric Nyberg	9.90	Research potential disclosures re K&E retention application (5.5); revise retention application schedules (3.1); correspond with R. Golden, K&E team re same, next steps (.7); conferences with R. Golden, K&E team re same (.6).
02/27/25	Michael A. Sloman	2.70	Telephone conference with R. Golden re K&E retention (.2); review, revise K&E retention application (.6); review, revise motion to seal re retention applications, supplemental declarations (.5); review, revise budget, staffing memorandum (.3); review, analyze potential disclosures re K&E retention (1.1).
02/27/25	Josh Sussberg, P.C.	0.30	Correspond with R. Golden, K&E team re K&E retention application.
02/27/25	Josh Sussberg, P.C.	0.10	Review, analyze issues re specific disclosure re K&E retention.
02/27/25	Ishaan G. Thakran	10.50	Review, revise budget, staffing memorandum (3.6); review, revise budget, staffing worksheet (3.9); research precedent re same (1.5); conferences with M. Levine, R. Golden, K&E team re same (.8); correspond with D. Hunter, K&E team re same (.7).
02/28/25	Matthew Cooper	3.70	Review, analyze potential disclosures re K&E retention application.
02/28/25	Marta Dudyan	4.90	Review, analyze retention application disclosures (3.9); review, analyze issues, next steps re same (1.0).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Retention – K&E

Invoice Number: 1050116048
 Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Rachel Golden	11.70	Draft, revise K&E retention application (2.5); correspond with M. Sloman, K&E team re same (.4); conference with M. Levine, K&E team re same (.2); review, analyze potential disclosures re same (3.0); review, revise motion to seal re retention applications, supplemental declarations (2.0); correspond with M. Sloman re same (.3); review, revise schedules re K&E retention application (3.1); correspond with E. Nyberg, K&E team re same (.2).
02/28/25	Maddison Levine	1.80	Review, revise K&E retention application (.5); review, revise motion to seal re retention applications, supplemental declarations (.9); correspond with R. Golden, K&E team re same, open items (.4).
02/28/25	Brian Nakhaimousa	0.10	Correspond with R. Golden re K&E retention.
02/28/25	Eric Nyberg	2.00	Review, analyze K&E retention application disclosures (1.8); correspond with R. Golden, K&E team re same (.2).
02/28/25	Michael A. Sloman	5.10	Telephone conferences with M. Levine re K&E retention (.2); telephone conferences with R. Golden re same (.5); review, revise K&E retention application disclosure schedules (2.1); review, analyze potential disclosures re same (1.3); correspond with R. Golden, K&E team re same (.4); review, revise motion to seal re retention applications, supplemental declarations (.6).
02/28/25	Josh Sussberg, P.C.	0.40	Review, revise K&E retention application.
02/28/25	Ishaan G. Thakran	2.50	Review, revise motion to seal re retention applications, supplemental declarations (2.1); correspond with M. Sloman, K&E team re same (.4).
Total		330.00	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116049
Client Matter: 58395-21

In the Matter of Retention – Non-K&E

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 41,297.50</u>
Total legal services rendered	\$ 41,297.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050116049
Matter Number: 58395-21

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	0.90	1,065.00	958.50
Aislinn Comiskey	9.00	880.00	7,920.00
Rachel Golden	2.10	1,195.00	2,509.50
Jeffrey Ross Goldfine	1.10	1,745.00	1,919.50
Keli Huang	0.20	1,725.00	345.00
Maddison Levine	3.60	1,465.00	5,274.00
Dominick Vito Manetta	0.90	880.00	792.00
Mark McKane, P.C.	0.70	2,265.00	1,585.50
Brian Nakhaimousa	2.40	1,465.00	3,516.00
Joshua Raphael	3.40	1,195.00	4,063.00
Michael A. Sloman	2.70	1,375.00	3,712.50
Ishaan G. Thakran	6.60	1,065.00	7,029.00
Mary Catherine Young	1.40	1,195.00	1,673.00
TOTALS	35.00		\$ 41,297.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050116049
Matter Number: 58395-21

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Michael Beauchamp	0.90	Review, analyze Willkie retention application, related materials (.6); draft summary re same (.3).
02/14/25	Mark McKane, P.C.	0.70	Review, analyze Willkie retention ruling transcript.
02/14/25	Brian Nakhaimousa	0.80	Review February 12 hearing transcript re Willkie retention ruling (.7); correspond with J. Sussberg, K&E team re same (.1).
02/17/25	Jeffrey Ross Goldfine	1.10	Review and analyze Willkie contested retention documents (.8); review, analyze issues re same (.3).
02/17/25	Brian Nakhaimousa	0.50	Correspond with S. Osborne, K&E team re PKB engagement letter.
02/21/25	Aislinn Comiskey	3.70	Research re 363 retention application (2.9); correspond with I. Thakran re same (.8).
02/21/25	Rachel Golden	0.10	Correspond with YC team re Ernst & Young fee application.
02/21/25	Maddison Levine	0.50	Review, revise ordinary course professional declaration (.3); correspond with M. Young, K&E team re same (.2).
02/21/25	Ishaan G. Thakran	2.90	Research re 363 retention application (2.1); correspond with A. Comiskey re same (.8).
02/22/25	Aislinn Comiskey	2.30	Research re 363 retention application (.6); correspond with I. Thakran re same (.2); draft, revise summary re same (1.5).
02/22/25	Ishaan G. Thakran	2.40	Research re 363 retention application (1.5); review, revise summary re same (.5); correspond with A. Comiskey re same (.4).
02/23/25	Aislinn Comiskey	0.90	Correspond with I. Thakran, M. Levine, K&E team re 363 retention application (.5); revise summary re same (.4).
02/24/25	Maddison Levine	0.30	Review, analyze ordinary course professional declaration (.2); correspond with M. Young, K&E team re same (.1).
02/24/25	Mary Catherine Young	0.80	Review, revise ordinary course professional declaration (.6); correspond with M. Levine, K&E team re same (.2).
02/25/25	Aislinn Comiskey	0.20	Correspond with M. Sloman, R. Golden re 363 retention application research.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050116049
Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Rachel Golden	0.60	Correspond with A. Comiskey, M. Sloman re Guggenheim retention (.1); review, analyze research re same (.4); conference with M. Sloman re same (.1).
02/25/25	Keli Huang	0.20	Correspond with Ducera team, M. Levine re engagement of financing advisors.
02/25/25	Maddison Levine	0.90	Correspond with YC team, Hilco re 327 retention application (.2); review, analyze issues re same (.2); correspond with M. Sloman, K&E team re Guggenheim retention (.2); review, analyze issues re same (.3).
02/25/25	Joshua Raphael	0.50	Conference with M. Young re ordinary course professionals (.1); conference with M. Sloman re same (.1); review, analyze ordinary course professional declaration (.3).
02/25/25	Michael A. Sloman	0.90	Review, analyze considerations re Guggenheim retention (.7); review, analyze Hilco engagement letter (.2).
02/25/25	Mary Catherine Young	0.60	Conference with J. Raphael re ordinary course professional status (.3); correspond with J. Raphael re same (.3).
02/26/25	Maddison Levine	0.60	Telephone conference with M. Sloman, J. Raphael, Hilco re retention considerations, next steps (.4); correspond with M. Sloman, K&E team re same (.2).
02/26/25	Joshua Raphael	0.60	Correspond with ordinary course professional re retention (.1); review, analyze ordinary course professional declaration (.1); conference with Hilco, M. Levine, M. Sloman re Hilco retention considerations (.4).
02/26/25	Michael A. Sloman	0.50	Telephone conference with M. Levine, K&E team, Hilco re retention considerations (.4); prepare for same (.1).
02/27/25	Rachel Golden	1.40	Review, analyze professional fee statements (1.2); correspond with YC team re same (.2).
02/27/25	Maddison Levine	0.40	Review, revise ordinary course professional declaration (.3); correspond with J. Raphael, K&E team re same (.1).
02/27/25	Dominick Vito Manetta	0.90	Review, revise Ernst & Young fee application.
02/27/25	Brian Nakhaimousa	0.10	Correspond with R. Golden re EY fee statement.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Retention – Non-K&E

Invoice Number: 1050116049
 Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Joshua Raphael	1.60	Review, analyze ordinary course professional order, declarations (.4); correspond with YC team, M. Levine, K&E team re same (.3); review, analyze ordinary course professional declaration (.3); revise same (.6).
02/27/25	Michael A. Sloman	0.50	Review, analyze considerations re Hilco retention (.2); correspond with YC team re same (.1); review, analyze considerations re Guggenheim retention (.2).
02/28/25	Aislinn Comiskey	1.90	Conference with M. Sloman, K&E team, Guggenheim team re retention considerations (.6); research precedent re same (1.1); correspond with M. Sloman, I. Thakran re same (.2).
02/28/25	Maddison Levine	0.90	Telephone conference with Guggenheim, M. Sloman, K&E team re retention considerations, next steps (.5); correspond with Guggenheim re same, research re 363 retention application (.4).
02/28/25	Brian Nakhaimousa	1.00	Conference with M. Levine, K&E team, Guggenheim re retention matters (.5); correspond with R. Golden re motion to seal re retention (.1); review, comment on same (.4).
02/28/25	Joshua Raphael	0.70	Review, revise ordinary course professional declaration (.5); correspond with ordinary course professional re same (.2).
02/28/25	Michael A. Sloman	0.80	Telephone conference with M. Levine, K&E team, Guggenheim team re retention considerations (.6); prepare for same (.2).
02/28/25	Ishaan G. Thakran	1.30	Research re 363 retention application (.6); conference with M. Sloman, K&E team re same (.5); correspond with A. Comiskey re same (.2).
Total		35.00	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116050
Client Matter: 58395-22

In the Matter of Vendor Matters

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	\$ 52,539.50
Total legal services rendered	\$ 52,539.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050116050
Matter Number: 58395-22

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Caroline Buthe	0.90	880.00	792.00
Aislinn Comiskey	4.30	880.00	3,784.00
Julia Fletcher	9.80	880.00	8,624.00
Rachel Golden	19.20	1,195.00	22,944.00
Maddison Levine	1.90	1,465.00	2,783.50
Brian Nakhaimousa	2.80	1,465.00	4,102.00
Sarah Osborne	5.10	1,065.00	5,431.50
Ishaan G. Thakran	0.80	1,065.00	852.00
Mary Catherine Young	2.70	1,195.00	3,226.50
TOTALS	47.50		\$ 52,539.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050116050
Matter Number: 58395-22

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/17/25	Maddison Levine	0.50	Correspond with Alix team, Paul Hastings team, Latham team, Pachulski team, U.S. Trustee re vendor reporting (.3); review, analyze report re same (.2).
02/18/25	Brian Nakhaimousa	2.00	Conference with Company, YC, AlixPartners re vendor matters (.5); conference with AlixPartners re vendor issues (.5); summarize same (.5); correspond with M. Young, K&E team re same (.3); conference with M. Young re same (.2).
02/18/25	Mary Catherine Young	2.20	Conference with Alix team re vendor considerations (.4); draft, revise summary re same (1.4); correspond with B. Nakhaimousa, K&E team re same (.4).
02/20/25	Rachel Golden	1.00	Conference with Company, Alix team, YC team, S. Osborne, K&E team re vendor issues (.6); prepare for same (.4).
02/21/25	Rachel Golden	1.20	Correspond with Kroll team, Alix team re vendor issues (.3); correspond with S. Osborne, K&E team re same (.2); analyze issues re same (.7).
02/24/25	Caroline Buthe	0.50	Correspond with Alix team re vendor issue (.2); telephone conference with J. Fletcher re same (.1); correspond with J. Fletcher re same (.1); correspond with R. Golden re same (.1).
02/24/25	Rachel Golden	2.70	Correspond with J. Fletcher re vendor outreach summary (.1); review, analyze same (2.1); correspond with Company, YC team re vendor issues (.5).
02/24/25	Maddison Levine	0.60	Review, analyze vendor issues (.4); correspond with R. Golden, K&E team re same, next steps (.2).
02/24/25	Ishaan G. Thakran	0.80	Correspond with M. Levine, K&E team re vendor reporting (.3); correspond with Alix team, Paul Hastings team, Latham team, Pachulski team, U.S. Trustee re same (.5).
02/25/25	Caroline Buthe	0.10	Correspond with Alix team re vendor issue.
02/25/25	Aislinn Comiskey	2.30	Conferences with R. Golden, K&E team re vendor issues, related considerations (1.4); correspond with R. Golden, S. Osborne, Company, YC team, Alix team re same (.9).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050116050
Matter Number: 58395-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Julia Fletcher	2.80	Conference with R. Golden re vendor issues (.7); draft vendor status summary (1.7); correspond with R. Golden, S. Osborne re same (.4).
02/25/25	Rachel Golden	6.10	Review, revise vendor outreach summary (1.0); correspond with J. Fletcher re same (.1); review, analyze vendor issues (1.9); review, analyze correspondence from vendors re same (2.1); correspond with Company, YC team re vendor issues (.5); conference with Company, YC team, Alix team re vendor issues (.5).
02/25/25	Sarah Osborne	0.90	Telephone conference with Company, R. Golden, Alix team re vendor matters (.5); correspond with R. Golden re same (.4).
02/26/25	Caroline Buthe	0.30	Correspond with R. Golden re vendor issues (.2); correspond with vendor re same (.1).
02/26/25	Aislinn Comiskey	1.30	Telephone conference with R. Golden, K&E team, Alix team, YC team re vendor issues (.4); draft summary re same (.6); correspond with R. Golden, K&E team re same (.1); review, analyze vendor correspondence re same (.2).
02/26/25	Julia Fletcher	1.00	Telephone conference with Alix team re outstanding vendor issues (.5); review, revise vendor summary re same (.5).
02/26/25	Rachel Golden	3.00	Correspond with J. Fletcher re vendor summary (.1); review, analyze same, vendor issues (1.6); review, analyze correspondence from vendors re same (.7); correspond with Company, YC team re vendor issues (.6).
02/26/25	Maddison Levine	0.80	Telephone conference with R. Golden, K&E team, Alix team, YC team re vendor issues (.5); review, analyze issues re same (.3).
02/26/25	Sarah Osborne	1.70	Review, revise vendor summary (1.2); telephone conference with YC team, Alix team, R. Golden, K&E team re vendor matters (.5).
02/26/25	Mary Catherine Young	0.50	Conference with R. Golden, K&E team, YC team, Alix team re vendor matters.
02/27/25	Aislinn Comiskey	0.70	Conference with R. Golden, K&E team re vendor issues (.5); correspond with Alix team re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050116050
Matter Number: 58395-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Julia Fletcher	4.50	Telephone conferences with R. Golden, K&E team re vendor issues (1.2); review, revise vendor summary re same (.6); review, analyze critical vendor agreement (.2); research re recoupment re vendor inquiry (2.5).
02/27/25	Rachel Golden	4.10	Correspond with Company, YC, Alix re vendor issues (.7); review, analyze issues re same (2.8); conference with Company re same (.3); correspond with S. Osborne re same (.3).
02/27/25	Sarah Osborne	1.10	Telephone conference with R. Golden, K&E team re vendor issues (.4); draft correspondence to vendors, Alix team re same (.4); review, revise summary re same (.3).
02/28/25	Julia Fletcher	1.50	Review, analyze critical vendor agreement (.6); review, revise vendor outreach summary (.9).
02/28/25	Rachel Golden	1.10	Correspond with Company, YC team, Alix team re vendor issues (.6); conference with Company re same (.3); correspond with S. Osborne re same (.2).
02/28/25	Brian Nakhaimousa	0.80	Conference with Company, R. Golden, K&E team re vendor matter (.5); review, analyze issues re same (.3).
02/28/25	Sarah Osborne	1.40	Review, revise critical vendor agreement (.8); review, revise vendor outreach summary (.4); correspond with R. Golden, Alix team re vendor matters (.2).
Total		47.50	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116051
Client Matter: 58395-23

In the Matter of Litigation

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	\$ 1,049,421.50
Total legal services rendered	\$ 1,049,421.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Angarola	25.90	865.00	22,403.50
Bill Arnault, P.C.	53.20	2,015.00	107,198.00
Devika M. Balaram	2.00	1,295.00	2,590.00
Anna Therese Beavers	9.40	865.00	8,131.00
Keaton Blazer	8.50	865.00	7,352.50
Socrates L. Boutsikaris	7.20	1,345.00	9,684.00
Danny Brown	40.60	1,185.00	48,111.00
Christopher Buxton	1.20	1,445.00	1,734.00
Hacibey Catalbasoglu	18.20	865.00	15,743.00
Uzo Dike	12.20	705.00	8,601.00
Ashton Dubey	19.00	1,185.00	22,515.00
Carlos Estrada	20.90	1,025.00	21,422.50
Houston Gao	4.90	560.00	2,744.00
Jeffrey Ross Goldfine	37.90	1,745.00	66,135.50
Nicole L. Greenblatt, P.C.	1.10	2,595.00	2,854.50
Belle A. E. Harris	20.10	1,025.00	20,602.50
Grace Hartnett	4.40	1,025.00	4,510.00
Shayne Henry	69.40	1,695.00	117,633.00
Maggie Houseknecht	25.30	1,445.00	36,558.50
Henry Huang	48.00	625.00	30,000.00
Derek I. Hunter	3.50	1,735.00	6,072.50
Jeffrey M. Jacobsen	1.50	1,185.00	1,777.50
Jacquelyn M. Kasulis, P.C.	2.50	2,265.00	5,662.50
Eric S. Kay	7.60	1,445.00	10,982.00
Joshua Lacoste	7.00	1,025.00	7,175.00
Andrew Lee	2.40	1,025.00	2,460.00
Michael David Lehavi	8.90	1,025.00	9,122.50
Chris Leveroni	31.80	1,025.00	32,595.00
Maddison Levine	12.30	1,465.00	18,019.50
Sean Lopez	31.80	690.00	21,942.00
Melanie MacKay	48.00	1,695.00	81,360.00
Dominick Vito Manetta	0.60	880.00	528.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Mark McKane, P.C.	28.30	2,265.00	64,099.50
Brent Daniel Mobbs	13.80	1,025.00	14,145.00
Brian Nakhaimousa	5.10	1,465.00	7,471.50
Austin Pennington	8.60	865.00	7,439.00
Armando L. Prather	2.60	1,185.00	3,081.00
Gregory B. Sanford	2.10	1,745.00	3,664.50
Michael James Sitcawich	23.10	1,025.00	23,677.50
Josh Sussberg, P.C.	1.50	2,595.00	3,892.50
Eric J. Tarosky	18.30	1,025.00	18,757.50
Kyla Elise Taylor	38.50	1,345.00	51,782.50
Samantha Tidwell	7.60	1,025.00	7,790.00
Matthew Calloway Walker	7.60	1,025.00	7,790.00
Brandon R. Weber	12.20	1,185.00	14,457.00
Amber L. Whipkey	44.60	1,295.00	57,757.00
Jiange Xiao	6.20	1,185.00	7,347.00
Yi Zhang	2.00	1,025.00	2,050.00
TOTALS	809.40		\$ 1,049,421.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Bill Arnault, P.C.	3.10	Telephone conference with M. Levine, K&E team re litigation status, case strategy (.2); telephone conference with Paul Hastings team re same (.8); review, analyze production materials litigation issues (1.9); telephone conference with M. McKane re same (.1); telephone conference with J. Goldfine re same (.1).
02/14/25	Danny Brown	3.10	Review and analyze litigation matters, related issues (2.2); draft summary re same (.9).
02/14/25	Jeffrey Ross Goldfine	0.40	Telephone conferences with M. McKane and B. Arnault re litigation background and next steps.
02/14/25	Mark McKane, P.C.	1.60	Conference with Company, M. Levine, K&E team, advisors re case status, outstanding litigation issues (1.2); conference with J. Goldfine, K&E team re next steps (.4).
02/14/25	Mark McKane, P.C.	2.30	Review, analyze Freedom Lenders' adequate protection motion (.6); review, analyze discovery strategy (.8); review, analyze documents re discovery (.4); review, analyze contested litigation issues (.5).
02/15/25	Bill Arnault, P.C.	2.60	Review, analyze key litigation workstreams (.9); review, analyze key documents and background materials re same (1.2); telephone conference with M. Levine, K&E team, Petrillo re investigations (.5).
02/15/25	Bill Arnault, P.C.	0.50	Telephone conference with J. Goldfine, K&E team re investigations.
02/15/25	Jeffrey Ross Goldfine	2.90	Telephone conference with B. Arnault, K&E team, Petrillo re investigation (.5); review and analyze background materials re same (.8); review, analyze litigation issues (1.6).
02/15/25	Jeffrey Ross Goldfine	0.50	Telephone conference with B. Arnault, K&E team re investigations.
02/15/25	Maddison Levine	1.60	Telephone conference with B. Arnault, K&E team, Petrillo re investigation (.5); review, analyze materials, related issues re same (1.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Mark McKane, P.C.	2.30	Review, analyze Freedom Lenders' adequate protection motion (.6); review, analyze Willkie retention ruling transcript, discovery strategy (.8); review, analyze documents re discovery (.4); review, analyze contested litigation issues (.5).
02/15/25	Brian Nakhaimousa	0.50	Conference with M. Levine, D. Hunter re investigation matters.
02/15/25	Josh Sussberg, P.C.	0.20	Correspond with N. Greenblatt, K&E team re director interviews.
02/16/25	Bill Arnault, P.C.	1.00	Telephone conference with Pachulski team re various litigation matters (.3); telephone conference with Willkie team re same, case background (.5); telephone conference with M. McKane re litigation updates (.2).
02/16/25	Jeffrey Ross Goldfine	2.40	Telephone conference with M. McKane, K&E team and Pachulski team re litigation background and next steps (.3); telephone conference with B. Arnault, K&E team re same (.7); review and analyze background materials re same (1.4).
02/16/25	Shayne Henry	3.40	Conference with M. McKane re litigation transition and case schedule (.3); correspond with M. McKane re same (.3); prepare for same (.2); review, analyze background materials re litigation matters (2.0); review, analyze transition document discovery workstreams (.6).
02/16/25	Mark McKane, P.C.	2.50	Conference with Willkie re Freedom Lender litigation and pending discovery (.8); review, analyze background materials re plan, valuation, adequate protection and release issues (1.7).
02/16/25	Brian Nakhaimousa	1.30	Review, analyze case materials re open litigation matters.
02/17/25	Bill Arnault, P.C.	1.90	Draft outline re litigation workstreams (.4); review and analyze motion to adjourn and disclosure statement (1.5).
02/17/25	Bill Arnault, P.C.	0.50	Telephone conference with J. Goldfine, K&E team re investigation.
02/17/25	Jeffrey Ross Goldfine	0.80	Telephone conference with M. McKane, K&E team re Akin investigation interviews (.3); telephone conference with B. Arnault, K&E team re same (.5).

Legal Services for the Period Ending February 28, 2025
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Litigation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/17/25	Shayne Henry	2.10	Correspond with J. Goldfine, K&E team re transition documents and workstreams (1.2); review, analyze disclosure statement and adjournment filings re discovery matters (.9).
02/17/25	Jacquelyn M. Kasulis, P.C.	1.50	Review, analyze subpoenas and background materials.
02/17/25	Melanie MacKay	4.20	Review, analyze prior filings, relevant materials re litigation matters (2.2); review, analyze discovery materials (2.0).
02/17/25	Dominick Vito Manetta	0.60	Compile, analyze documents re litigation open issues.
02/17/25	Mark McKane, P.C.	8.20	Conference with Company, J. Sussberg, K&E team re contested litigation strategy (.8); conference with Ducera team, Alix team, J. Goldfine, K&E team re same (.6); review, analyze status of Wartell investigation and next steps (1.3); review, analyze investigation interviews and document production (.9); prepare for conference with Company re contested matters (.3); participate in conference re same (.4); participate in witness preparation of current director (.6); review, analyze potential confirmation issues and proposed schedule (1.8); review, analyze renewed motion to adjourn (.5); correspond with witnesses re requested interview re SEC and DOJ subpoena (.6) correspond with J. Kasulis re same (.4).
02/18/25	Bill Arnault, P.C.	1.90	Telephone conference with J. Goldfine, K&E team re litigation strategy (.5); prepare for same (.4); draft summary re discovery work in process, expert issues, contested confirmation issues and scheduling issues (1.0).
02/18/25	Uzo Dike	2.40	Conference with discovery vendor, S. Henry re discovery background (.6); review, analyze documents re discovery production (.9); prepare document production re same (.3); draft and revise discovery production letter (.2); correspond with White & Case team and Pachulski team re document production (.4).
02/18/25	Jeffrey Ross Goldfine	3.30	Telephone conference with M. McKane, K&E team re litigation strategy (.5); prepare for witness interview (2.0); participate in same (.8).

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Litigation

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Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Shayne Henry	4.10	Conference with Paul Hastings team re litigation status and contested disclosure statement hearing matters (.6); conference with discovery vendor re transition (.5); coordinate production of documents (1.0); conference with Company, Ducera team, M. McKane, K&E team and Alix team re litigation strategy (.3); conference with B. Arnault re same (.5); conference with A. Whipkey re discovery issues (.5); correspond with A. Whipkey re discovery background (.4); correspond with Willkie team re discovery issues (.3).
02/18/25	Derek I. Hunter	3.50	Conference with M. Levine, K&E team, Company re litigation issues (1.0); conference with B. Nakhaimousa, K&E team, Paul Hastings re litigation discussion, next step (.5); conference with M. Levine, K&E team, Akin team, YC team re J. Hartmann interview (2.0).
02/18/25	Jacquelyn M. Kasulis, P.C.	1.00	Correspond re DOJ investigation with Company (.5); conference with Winston Strawn re same (.5).
02/18/25	Maddison Levine	1.40	Attend J. Hartmann interview.
02/18/25	Melanie MacKay	1.40	Review, analyze contested matter filings and discovery materials.
02/18/25	Melanie MacKay	0.50	Conference with S. Henry and A. Whipkey re discovery materials, productions.
02/18/25	Melanie MacKay	0.50	Telephone conference with J. Goldfine, K&E team re status of discovery and litigation strategy.
02/18/25	Mark McKane, P.C.	1.90	Telephone conference with J. Goldfine, K&E team re litigation strategy (.5); prepare for same (.3); correspond with S. Henry re pending document production (.4); review, analyze adequate protection motion re strategy (.7).
02/18/25	Brian Nakhaimousa	0.50	Attend J. Hartmann interview.
02/19/25	Bill Arnault, P.C.	1.70	Revise and draft project list and discovery workstream (.6); review, revise scheduling order (.4); review, analyze background documents re same (.7).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Shayne Henry	4.40	Correspond with Willkie team re discovery (1.5); correspond with discovery vendor re statement of work amendment and database access (.2); conference with M. MacKay re discovery strategy (.4); correspond with B. Arnault, K&E team re discovery status (.5) review and analyze proposed case schedule (.2); correspond with B. Arnault re same (.1); review, analyze discovery production re independent director investigations (.7); review, analyze discovery vendor agreement (.8).
02/19/25	Melanie MacKay	0.60	Conference with S. Henry, K&E team re discovery work in process.
02/19/25	Melanie MacKay	1.60	Review, analyze discovery production (.6); draft summary re discovery production issues (.4); correspond with S. Henry, K&E team re the same (.6).
02/19/25	Amber L. Whipkey	2.30	Review, analyze strategic considerations re discovery matters, related work in process (1.8); draft summary re same (.5).
02/20/25	Bill Arnault, P.C.	7.80	Telephone conference with J. Goldfine, K&E team re litigation strategy (1.0); prepare for same (.8); telephone conference with Petrillo team re discovery (.3); review and revise discovery schedule (1.1); review, analyze hearing transcripts (2.1); draft witness list and issues list (.9); review, analyze discovery documents and production statistics (.7); correspond with A. Beavers, K&E team re discovery and schedule (.5); correspond with A. Beavers, K&E team re same (.4).
02/20/25	Anna Therese Beavers	0.50	Correspond with B. Arnault re litigation matters (.4); review, analyze pleadings re same (.1).
02/20/25	Danny Brown	5.40	Prepare for telephone conference with M. MacKay, K&E team re discovery (.4); telephone conference with M. MacKay, K&E team re same (.5); review and analyze background materials, issues re same (3.7); draft discovery requests (.8).

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Litigation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/20/25	Uzo Dike	1.40	Correspond with Paul Hastings team re discovery production (.5); conference with T. Johnson re litigation diligence workstream (.2); review, analyze case materials re same (.7).
02/20/25	Ashton Dubey	1.50	Review and analyze background documents re litigation matters (.9); review, analyze issues re same (.6).
02/20/25	Jeffrey Ross Goldfine	1.00	Telephone conference with B. Arnault, K&E team, Paul Hastings team, advisors re deal status, litigation considerations, next steps (.5); telephone conference with N. Greenblatt, K&E team, Company, advisors re same (.5).
02/20/25	Jeffrey Ross Goldfine	2.20	Telephone conference with N. Greenblatt, K&E team re contested litigation matters (.4); telephone conference with B. Arnault, K&E team re litigation strategy re same (.9); correspond with Akin team re investigation (.3); review, analyze valuation materials, related issues (.3); review, analyze discovery requests (.3).
02/20/25	Shayne Henry	8.70	Coordinate production of documents to Paul Hastings team (.3); conference with B. Arnault, K&E team re litigation strategy (1.0); conference with M. McKay re same, discovery strategy (.5); correspond with Willkie team re discovery status (1.0); conference with Willkie team re same (1.5); draft discovery production procedures (.5); coordinate document review process (.9); review, analyze supplemental interrogatory responses (.5); conference with B. Arnault re litigation strategy (.5); review, analyze case pleadings and background materials re litigation matters (2.0).
02/20/25	Maggie Houseknecht	4.60	Review, analyze background material re upcoming document review (2.6); review, analyze background material re fact development re same (2.0).
02/20/25	Maddison Levine	1.30	Telephone conference with N. Greenblatt, K&E team re Buddys litigation (.7); review, analyze pleadings, issues re same (.6).
02/20/25	Melanie MacKay	0.30	Conference with S. Henry, K&E team, discovery vendor re collecting, batching and quality check of discovery documents.

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Litigation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/20/25	Melanie MacKay	0.50	Conference with D. Brown, K&E team re document production and collection.
02/20/25	Melanie MacKay	0.50	Telephone conference with J. Goldfine, K&E team re litigation strategy and projects.
02/20/25	Melanie MacKay	0.40	Review, analyze pending requests for production, discovery responses (.2); draft supplements to interrogatory responses (.2).
02/20/25	Mark McKane, P.C.	1.20	Correspond with J. Goldfine, K&E team re discovery and valuation issues (.5); review, analyze rebuttal report issues (.3); review, analyze request for letter brief (.4).
02/20/25	Kyla Elise Taylor	5.70	Review, analyze background materials re litigation matters (3.9); review, analyze contested pleadings re same (1.8).
02/20/25	Amber L. Whipkey	1.90	Review, analyze strategic considerations re discovery matters (1.0); review, analyze document production (.9).
02/21/25	Bill Arnault, P.C.	7.30	Telephone conference with Petrillo team re investigation (.4); conference with White & Case team re discovery (.3); prepare for same (1.9); telephone conference with Paul Hastings team re appeals (.3); prepare for telephone conference with Paul Hastings team re same (2.1); telephone conference with M. Levine, K&E team re litigation work in process (.5); telephone conference with Ducera team re same, valuation (.4); telephone conference with J. Goldfine, K&E team re litigation work in process (.3); draft outline re trial evidence and witnesses re potential releases (1.1).
02/21/25	Anna Therese Beavers	1.00	Correspond with A. Whipkey re document review (.2); review, analyze materials re same (.8).
02/21/25	Danny Brown	9.20	Review and analyze litigation background materials (2.1); draft discovery requests (3.9); draft additional discovery requests (2.7); correspond with J. Goldfine, K&E team re same (.5).
02/21/25	Uzo Dike	1.20	Correspond with S. Lopez, K&E team re discovery team management (.4); review, analyze issues re same (.8).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/21/25	Jeffrey Ross Goldfine	4.20	Telephone conference with Company, S. Hayne, K&E team re litigation work in process (1.1); telephone conference with N. Greenblatt, K&E team re litigation strategy (.5); telephone conference with B. Arnault and Ducera team re same, valuation (.5); telephone conference with B. Arnault and K&E team re litigation open items, strategy re same (.4); review, analyze considerations re Akin investigation (.8); review, revise discovery requests (.9).
02/21/25	Shayne Henry	7.50	Coordinate discovery transition and review process (3.9); conference with White & Case team re discovery (.3); prepare for same (.5); conference with B. Arnault re litigation strategy (.4); review, analyze discovery vendor agreement revisions (.3); review, analyze considerations re discovery document review (.6); review, revise board minutes re production issues (.5); conference with Willkie team re discovery database structure (.5); prepare for same (.5).
02/21/25	Henry Huang	4.60	Conference with S. Lopez, K&E team, discovery vendor and Willkie team re litigation status and discovery transfer (1.0); correspond with S. Lopez, K&E team re same (.5); review and analyze discovery summary (1.2); review and analyze documents re same (.6); review, revise discovery work in process summary (1.3).
02/21/25	Eric S. Kay	6.20	Review, analyze case background materials re discovery (3.9); review, analyze issues re same, next steps re production (2.3).
02/21/25	Chris Leveroni	2.50	Review, analyze discovery documents re privilege issues, responsiveness.
02/21/25	Maddison Levine	1.40	Telephone conference with N. Greenblatt, K&E team re litigation strategy (.5); prepare for same (.4); telephone conference with Company, Ducera, B. Nakhaimousa, K&E team re Buddy update (.5).

Legal Services for the Period Ending February 28, 2025
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/21/25	Sean Lopez	6.00	Review and analyze Willkie document review protocols (2.5); review and analyze document production organization (2.0); prepare for telephone conference with Willkie team, H. Huang, K&E team re document review (1.0); correspond with A. Whipkey and H. Huang re same (.5).
02/21/25	Melanie MacKay	1.00	Telephone conference with S. Lopez, K&E team, Wilkie team re discovery and document collections.
02/21/25	Melanie MacKay	0.50	Telephone conference with J. Goldfine, K&E team re litigation strategy.
02/21/25	Melanie MacKay	0.30	Conference with S. Henry, K&E team re outstanding discovery issues.
02/21/25	Mark McKane, P.C.	0.80	Conference with J. Goldfine, K&E team re discovery (.5); prepare for same (.3).
02/21/25	Brian Nakhaimousa	0.50	Conference with B. Arnault, K&E team re litigation matters, next steps.
02/21/25	Michael James Sitcawich	0.30	Review, analyze document review protocol.
02/21/25	Josh Sussberg, P.C.	0.70	Correspond with N. Greenblatt, K&E team re confirmation and litigation (.2); correspond with M. McKane, K&E team re Petrillo investigation (.3); correspond with M. McKane re litigation staffing (.2).
02/21/25	Matthew Calloway Walker	1.20	Review, analyze correspondence from A. Whipkey re document review protocol (.1); review , analyze issues re same (.4); review, analyze document review protocol re second day hearing (.4); review, analyze take-private document review protocol (.3).
02/21/25	Amber L. Whipkey	1.90	Review, analyze strategic considerations re discovery matters, review, production (1.1); draft summary re same (.8).
02/22/25	Bill Arnault, P.C.	0.70	Correspond with J. Goldfine, K&E team re discovery and document production.
02/22/25	Danny Brown	7.10	Draft discovery requests (3.6); review, analyze issues re same (1.0); review and analyze background materials re discovery (2.5).

Legal Services for the Period Ending February 28, 2025
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/22/25	Jeffrey Ross Goldfine	3.60	Telephone conference with J. Sussberg, K&E team and Company advisors re litigation strategy (.5); review, revise discovery requests (2.6); review, analyze Akin investigation interview schedule (.5).
02/22/25	Shayne Henry	2.20	Coordinate document discovery (1.3); correspond with Ducera re same (.2); correspond with discovery vendor re document production (.5); review, analyze issues re same (.2).
02/22/25	Henry Huang	3.10	Review and analyze discovery search terms (.8); review, analyze discovery work in process (1.7); review and analyze issues re discovery search terms (.6).
02/22/25	Maddison Levine	2.90	Draft letter brief to District Court re 2L appeals (1.9); conference with D. Hunter, B. Nakhaimousa, K&E team re same (.4); review, analyze pleadings re same (.6).
02/22/25	Sean Lopez	1.30	Review and analyze revised document review protocol (.3); correspond with discovery vendor re discovery issues (.2); draft collection, processing and production summaries (.5); correspond with A. Whipkey, K&E team re same (.3).
02/22/25	Melanie MacKay	0.30	Conference with A. Whipkey, K&E team re document production and review.
02/22/25	Melanie MacKay	1.30	Review and revise draft document review protocol (1.0); correspond with A. Whipkey, K&E team re same (.3)
02/22/25	Mark McKane, P.C.	0.50	Review, analyze potential claims against Freedom lenders.
02/22/25	Amber L. Whipkey	1.70	Review, analyze issues re discovery matters, review and production (1.1); correspond with M. Mackay re document production issues (.6).
02/22/25	Amber L. Whipkey	2.10	Draft protocol re document review.
02/23/25	Bill Arnault, P.C.	1.10	Telephone conference with Alix team re litigation work in process (.9); telephone conference with M. McKane re same (.2).
02/23/25	Bill Arnault, P.C.	2.40	Review, analyze litigation matters and key documents re potential claims (1.1); correspond with M. McKane, K&E team re same (1.3).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/23/25	Danny Brown	1.20	Draft and revise discovery requests.
02/23/25	Ashton Dubey	0.30	Review and analyze background documents re litigation.
02/23/25	Jeffrey Ross Goldfine	2.80	Telephone conference with N. Greenblatt, K&E team and Alix team re litigation strategy (.5); review and revise discovery requests (1.9); review, analyze Akin investigation interview outlines (.4).
02/23/25	Shayne Henry	5.20	Coordinate document discovery (3.9); review, analyze document review (.3); review, revise document review protocol (1.0).
02/23/25	Maggie Houseknecht	0.70	Review, analyze Willkie document review protocol.
02/23/25	Henry Huang	3.20	Review, revise summary re document review (.5); prepare documents re production (1.4); review and analyze production specification (.4); telephone conference with S. Lopez, K&E team, discovery vendor re document production (.5); correspond with S. Lopez, K&E team, discovery vendor re same (.4).
02/23/25	Maddison Levine	1.70	Review, revise letter brief to District Court re 2L appeals (1.2); correspond with D. Hunter, B. Nakhaimousa, K&E team re same (.3); conference with D. Hunter, B. Nakhaimousa, K&E team re same (.2).
02/23/25	Sean Lopez	1.30	Review, analyze documents re take-private transaction (.3); correspond with H. Huang, K&E team, discovery vendor team re production review (.4); prepare production quality control review (.6).
02/23/25	Mark McKane, P.C.	0.90	Conference with J. Goldfine, K&E team and Alix team re litigation strategy (.6); correspond with B. Arnault re discovery and timing re same (.3).
02/23/25	Josh Sussberg, P.C.	0.40	Telephone conference with PSJZ, N. Greenblatt, K&E team re litigation claims (.3); correspond with PSJZ, N. Greenblatt, K&E team re same (.1).
02/23/25	Amber L. Whipkey	2.30	Draft protocol re document review (1.9); review, analyze issues re same (.4).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/23/25	Amber L. Whipkey	3.40	Review, analyze considerations re document collection, review, production (2.1); draft summary re same (.8); review, analyze issues re same (.5).
02/24/25	Bill Arnault, P.C.	4.60	Telephone conference with S. Henry, K&E team re discovery (.3); review and revise appellate letter brief (1.2); review, analyze discovery workstreams (1.3); correspond with M. McKane, K&E team re same (.8); correspond with M. McKane, K&E team re investigations and documents re same (1.0).
02/24/25	Anna Therese Beavers	0.30	Correspond with S. Henry re document review.
02/24/25	Keaton Blazer	0.90	Review and analyze litigation issues.
02/24/25	Socrates L. Boutsikaris	0.70	Review, analyze litigation issues.
02/24/25	Hacibey Catalbasoglu	1.30	Review, analyze litigation issues.
02/24/25	Uzo Dike	3.20	Review, analyze strategic considerations re document review (.5); draft production summary (.7); conference with A. Whipkey, K&E team re document review logistics (.7); review, analyze production re quality control (.5); correspond with S. Henry, K&E team re production logistics (.3); draft production letter (.3); produce requested documents (.2).
02/24/25	Ashton Dubey	1.70	Review and analyze potential and ongoing litigation (1.1); draft summary re same (.6).
02/24/25	Houston Gao	3.40	Review and analyze final production set (3.1); correspond with U. Dike, K&E team re document production (.3).
02/24/25	Jeffrey Ross Goldfine	2.90	Telephone conference with G. Harnett and E. Tarosky re case background and litigation workstreams (.3); telephone conference with Company re Akin subpoena (.2); telephone conference with director re Akin interview (.4); review and revise discovery requests (1.7); review, analyze Akin interview matters (.3).
02/24/25	Nicole L. Greenblatt, P.C.	0.60	Review, analyze scheduling order matters (.4); correspond with B. Arnault, K&E team re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Shayne Henry	5.00	Telephone conference with M. MacKay, K&E team re litigation strategy (.4); prepare for same (.5); review and revise document review protocol (1.0); prepare additional document collections (2.0); correspond with M. MacKay, K&E team re litigation background materials, litigation schedule and document review (.6); coordinate production of documents (.5).
02/24/25	Henry Huang	7.60	Telephone conference with S. Lopez, K&E team and discovery vendor re case status (.5); prepare for same (.1); review, revise discovery workflow settings (1.3); prepare documents for production (.7); correspond with discovery vendor re document production (.9); review and analyze document review protocol (.4); review and analyze board meeting documents re discovery issues (1.1); review, revise document review protocol (1.0); prepare documents for review (1.6).
02/24/25	Chris Leveroni	1.80	Review, analyze documents re production issues.
02/24/25	Maddison Levine	0.60	Review, revise letter brief to District Court re 2L appeals (.4); correspond with B. Arnault, K&E team re filing re same (.2).
02/24/25	Sean Lopez	8.40	Review and revise privilege summary (2.0); review, analyze quality check re second production of documents (1.0); correspond with H. Huang re same (.1); review and analyze updated document review protocol (.8); review and analyze collection summary (.6); review and analyze potential tagging re document review (1.1); telephone conference with H. Huang, K&E team, discovery vendor re discovery status and upcoming productions (.5); prepare for same (.5); prepare initial set of documents for production (1.8).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Melanie MacKay	7.20	Review and revise discovery protocol (1.2); review, analyze considerations re document review (3.0); correspond with S. Lopez, K&E team and discovery vendor re document review (.5); conference with A. Whipkey, K&E team re collection status and document review strategy (.9); review, analyze background materials re litigation issues (.6); telephone conference with S. Henry, K&E team re litigation strategy, interviews and document collections (.4); conference with A. Whipkey, K&E team re production of documents (.4); conference with M. MacKay, K&E team re potential litigation scheduling order (.2).
02/24/25	Brian Nakhaimousa	2.30	Review, revise letter to District Court re motion to expedite (1.0); correspond with B. Arnault, K&E team re same (.1); review, analyze Freedom Lender POCs (.9); correspond with C. Buthe, M. Levine re same (.1); correspond with J. Foster, K&E team re pro hac vices re District Court (.2).
02/24/25	Michael James Sitcawich	2.40	Review, analyze ongoing litigation issues.
02/24/25	Josh Sussberg, P.C.	0.20	Review, analyze issues re take private transaction.
02/24/25	Eric J. Tarosky	0.50	Conference with J. Goldfine, E. Tarosky re status of litigation issues.
02/24/25	Eric J. Tarosky	2.00	Review, analyze key pleadings, related materials re ongoing litigation (1.1); review, analyze issues re same (.9).
02/24/25	Eric J. Tarosky	0.60	Correspond with G. Hartnett re investigation interviews with Akin team and Company.
02/24/25	Eric J. Tarosky	0.80	Conference with J. Goldfine and director re investigation interview with Akin team.
02/24/25	Samantha Tidwell	2.00	Telephone conference with S. Henry, K&E team re litigation updates and document production (.4); review, analyze background information re same (1.6).
02/24/25	Matthew Calloway Walker	1.30	Review, analyze correspondence from A. Whipkey and S. Henry re document review protocol (.2); review, analyze Company's reply to disclosure statement objection re production issues (1.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Brandon R. Weber	0.20	Review, analyze litigation work in process.
02/24/25	Amber L. Whipkey	4.90	Review, analyze discovery matters (2.0); review, analyze production re substantial completion deadline (2.9).
02/25/25	Michael Angarola	3.00	Review and analyze background materials re litigation work in process (2.1); draft summary re same (.9).
02/25/25	Michael Angarola	0.70	Review, analyze document production re key documents.
02/25/25	Michael Angarola	1.00	Conference with S. Boutsikaris, K&E team re document review protocol.
02/25/25	Bill Arnault, P.C.	4.90	Telephone conference with Alix team re litigation updates (.5); telephone conference with Akin team re document production (.2); telephone conference with J. Goldfine, K&E team re litigation strategy (.3); review, analyze revisions to litigation schedule (.4); correspond with J. Goldfine, K&E team re discovery and discovery requests (.7); review, analyze documents re affirmative discovery and key topics (.8); prepare for defensive discovery and key tasks (1.4); prepare for telephone conference with J. Goldfine, K&E team re litigation updates (.6).
02/25/25	Anna Therese Beavers	1.80	Review, analyze correspondence from S. Henry re document review (.4); conference with S. Henry re same (.4); review, analyze discovery documents re relevance and privilege (1.0).
02/25/25	Keaton Blazer	1.30	Review, analyze litigation issues (.3); conference with M. Angarola, K&E team re document review summary (1.0).
02/25/25	Socrates L. Boutsikaris	4.10	Review, analyze document review protocol and preliminary case materials re same (3.1); conference with K. Blazer, K&E team re document review summary (1.0).
02/25/25	Danny Brown	3.50	Review, revise discovery requests (1.5); review and analyze draft document review manual (1.0); conference with K. Blazer, K&E team re document review summary (1.0).
02/25/25	Christopher Buxton	1.20	Conference with K. Blazer, K&E team re document review summary (1.0); prepare for same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Hacibey Catalbasoglu	1.00	Conference with K. Blazer, K&E team re document review summary.
02/25/25	Hacibey Catalbasoglu	1.30	Review, analyze document review protocol.
02/25/25	Ashton Dubey	2.20	Review, analyze litigation background issues (.6); review, analyze document review protocol (.5); prepare for conference with C. Buxton, K&E team re document review (.1) conference with C. Buxton, K&E team re same (1.0).
02/25/25	Houston Gao	1.50	Review, analyze document production set (1.4); correspond with H. Huang re same (.1).
02/25/25	Jeffrey Ross Goldfine	3.80	Telephone conference with G. Sanford re litigation workstreams (.2); attend investigation interview with Akin (1.9); telephone conference with B. Arnault, K&E team and Alix team re expert report (.5); telephone conference with B. Arnault, K&E team re litigation workstreams (.4); review, revise discovery requests (.8).
02/25/25	Grace Hartnett	1.00	Telephone conference with A. Whipkey, S. Henry, K&E team re document review protocol.
02/25/25	Shayne Henry	5.30	Oversee document production (1.0); prepare collection of independent director documents (1.0); conference with Akin team re same (.3); telephone conference with C. Buxton, K&E team re document review summary (1.0); prepare for same (.9); analyze issues re document search terms (.4); correspond with Company re same (.2); conference with B. Arnault re litigation strategy (.5).
02/25/25	Maggie Houseknecht	1.70	Review, analyze discovery documents re responsiveness.
02/25/25	Maggie Houseknecht	0.80	Review, analyze document review protocol.
02/25/25	Maggie Houseknecht	1.00	Conference with S. Henry, K&E team re document review.
02/25/25	Maggie Houseknecht	0.30	Correspond with H. Huang, K&E team re document production.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

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02/25/25	Henry Huang	7.90	Prepare for telephone conference with S. Lopez, K&E team, Company and discovery vendor re document collection (.1); telephone conference with Company, discovery vendor re same (.4); conference with S. Henry, K&E team re document review overview (1.0); review and analyze discovery documents (1.3); prepare discovery documents re attorney review (1.9); review, analyze search terms re document production (1.4); correspond with discovery vendor re search terms (1.2); review, revise document production set (.6).
02/25/25	Eric S. Kay	0.40	Review, analyze document review protocol.
02/25/25	Eric S. Kay	1.00	Conference with S. Henry, K&E team re document review summary.
02/25/25	Andrew Lee	1.40	Review, analyze document review protocol.
02/25/25	Andrew Lee	1.00	Conference with S. Henry, K&E team re document review summary.
02/25/25	Michael David Lehavi	1.50	Review, analyze document review protocol (.5); conference with S. Henry, K&E team re document review summary (1.0).
02/25/25	Chris Leveroni	5.80	Review, analyze document analysis protocol (1.6); conference with S. Henry, K&E team re document review summary (1.0); review, analyze documents re production (3.2).
02/25/25	Maddison Levine	0.60	Review, letter brief to District Court re 2L appeal (.2); correspond with M. McKane, YC team re same (.1); correspond with Alix team, B. Arnault, K&E team re discovery (.3).
02/25/25	Sean Lopez	2.50	Prepare for telephone conference with Company, H. Huang, K&E team and discovery vendor re document review (.3); telephone conference with Company, H. Huang, K&E team, discovery vendor re same (.4); prepare for telephone conference with discovery vendor re same (.2); telephone conference with discovery vendor re same (.5); prepare documents re discovery review (1.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Melanie MacKay	7.40	Conference with Akin team re collection and production of documents (.5), correspond with H. Huang, K&E team re collection and production of discovery (.2); prepare for conference with S. Henry, K&E team re document review summary (.2); conference with S. Henry, K&E team re same (1.0); correspond with A. Whipkey and S. Henry re document review protocol (.5); telephone conference with J. Goldfine, K&E team re litigation updates, upcoming deadlines and case strategy re same (.5); review, analyze document review and collections (2.8); correspond with A. Whipkey and S. Henry re same (.7); correspond with A. Whipkey and S. Henry re document review and collections progress and strategy to complete same (.6); review, analyze documents re production issues (.4).
02/25/25	Mark McKane, P.C.	2.00	Review, analyze issues re document production status (.7); telephone conference with Company and advisor team re litigation works in process (.6); review, analyze 2L lender group discovery (.4); correspond with B. Arnault, J. Goldfine re litigation schedule (.3).
02/25/25	Brent Daniel Mobbs	3.70	Conference with S. Henry, K&E team re document review summary (1.0); review, analyze discovery documents re responsiveness, privilege (2.7).
02/25/25	Austin Pennington	1.80	Review, analyze discovery background documents and discovery protocols (.8); conference with S. Henry, K&E team re document review summary (1.0).
02/25/25	Gregory B. Sanford	2.10	Conference with J. Goldfine re valuation expert report deadlines (.4); review and analyze production documents re contested valuation (1.7).
02/25/25	Michael James Sitcawich	4.90	Conference with S. Henry, K&E team re document review summary (1.0); review, analyze background materials re same (1.7); review, analyze documents re discovery production (2.2).
02/25/25	Eric J. Tarosky	2.00	Review, revise summary re Akin investigation interview.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

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02/25/25	Eric J. Tarosky	1.80	Review, analyze document review protocol (.8); review, analyze documents re discovery production (1.0).
02/25/25	Eric J. Tarosky	2.00	Attend Akin investigation interview.
02/25/25	Eric J. Tarosky	1.40	Review, analyze background materials re ongoing litigation.
02/25/25	Kyla Elise Taylor	6.10	Conference with S. Henry, K&E team re document review summary (1.0); review, analyze document review protocol (1.7); review, analyze discovery documents re responsiveness and privilege (3.4).
02/25/25	Samantha Tidwell	2.10	Conference with S. Henry, K&E team re document review summary (1.0); prepare for same (1.1).
02/25/25	Matthew Calloway Walker	1.30	Review, analyze correspondence from S. Henry and A. Whipkey re document review protocol (.2); correspond with S. Henry re document review team meeting (.1); telephone conference with S. Henry, K&E team re document review protocol (1.0).
02/25/25	Brandon R. Weber	1.00	Conference with S. Henry, K&E team re discovery and document review procedures.
02/25/25	Brandon R. Weber	1.90	Review, analyze document review procedure materials (1.0); review, analyze issues re same (.9).
02/25/25	Amber L. Whipkey	5.60	Review, analyze discovery matters (1.7); review, analyze documents re substantial completion deadline (3.9).
02/25/25	Jiange Xiao	1.20	Review, analyze document production issues, open items.
02/26/25	Michael Angarola	7.10	Review, analyze document production re responsiveness, privilege, personal identifying information and issues (4.0); review, analyze document production re potential key documents (3.1).
02/26/25	Bill Arnault, P.C.	1.10	Correspond with M. Mackay, K&E team re scheduling, document production and discovery (.6); conferences with M. MacKay, K&E team re same (.5).
02/26/25	Bill Arnault, P.C.	0.70	Telephone conference with Akin team re documents and discovery (.3); review and analyze correspondence from Akin re documents and discovery (.4).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Anna Therese Beavers	1.20	Review, analyze correspondence from B. Arnault, K&E team re high priority production documents (.3); review, analyze production documents re relevance and privilege (.9).
02/26/25	Keaton Blazer	3.20	Review, analyze documents re production, privilege, related issues.
02/26/25	Socrates L. Boutsikaris	0.90	Review, analyze first day materials re litigation (.3); review, analyze issues re document production (.4); correspond with H. Huang, K&E team re document review (.2).
02/26/25	Danny Brown	5.90	Review and analyze production documents re responsiveness and privilege.
02/26/25	Hacibey Catalbasoglu	3.90	Review, analyze production documents re responsiveness and privilege.
02/26/25	Ashton Dubey	5.40	Review, analyze documents re responsiveness and privilege (4.7); review and analyze documents re litigation work in process (.7).
02/26/25	Carlos Estrada	6.90	Review, analyze background materials re litigation work in process (3.0); review, analyze discovery documents re privilege and responsiveness (3.9).
02/26/25	Jeffrey Ross Goldfine	1.00	Telephone conference with C. Meyer re Akin interview (.2); review and revise discovery requests (.8).
02/26/25	Belle A. E. Harris	0.60	Review, analyze document review protocol.
02/26/25	Grace Hartnett	2.40	Review and analyze case background re document review and defense of proposed plan.
02/26/25	Shayne Henry	5.20	Oversee document discovery production (3.8); revise document review protocol and strategies re same (.5); correspond with M. Houseknecht, K&E team re contested discovery issues (.5); correspond with M. MacKay, K&E team re document production status (.4).
02/26/25	Maggie Houseknecht	0.40	Correspond with S. Henry, K&E team re contested discovery issue.
02/26/25	Maggie Houseknecht	9.80	Review, analyze Debtors' documents re responsiveness (4.0); review, analyze documents re privilege (1.9); review, analyze documents re production (3.9).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

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02/26/25	Henry Huang	6.90	Correspond with A. Whipkey, K&E team re document review (.5); review, analyze client documents re discovery (1.2); transfer Willkie document review (.8); review and analyze discovery vendor search term reports (.6); correspond with M. MacKay, K&E team re discovery work in process (.9); review documents re responsiveness and privilege (2.9).
02/26/25	Joshua Lacoste	1.20	Review, analyze document review protocol.
02/26/25	Michael David Lehavi	0.30	Review and analyze litigation issues.
02/26/25	Chris Leveroni	8.30	Analyze documents re production (5.0); review, analyze documents re relevance (3.3).
02/26/25	Maddison Levine	0.80	Correspond with D. Hunter, K&E team re Gale litigation (.3); review, revise summary re same (.2); review, analyze pleadings re same (.2); correspond with J. Goldfine re discovery schedule (.1).
02/26/25	Sean Lopez	2.00	Draft summary re document review (1.2); review and analyze privilege terms (.3); correspond with H. Huang re document review (.5).
02/26/25	Melanie MacKay	5.20	Correspond with A. Whipkey, K&E team re document review and production progress and strategy (.5); conference with M. McKane, K&E team re discovery strategy and deadlines (.5); review, analyze issues re document review and production process (3.3); correspond with S. Henry, K&E team re same (.5); review, analyze potentially discoverable documents (.4).
02/26/25	Mark McKane, P.C.	1.40	Conference with M. MacKay, K&E team re settlement strategy (.5); prepare for same (.1); analyze business plan projection issues re potential litigation (.8).
02/26/25	Brent Daniel Mobbs	0.60	Review, analyze document re responsiveness, privilege.
02/26/25	Austin Pennington	0.70	Review, analyze discovery background documents and document review protocols (.5); review, analyze document production (.2).
02/26/25	Armando L. Prather	1.80	Review, analyze document review protocol.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Michael James Sitcawich	8.20	Review, analyze document production set re relevance, responsiveness and privilege.
02/26/25	Eric J. Tarosky	1.40	Review, analyze document production issues.
02/26/25	Eric J. Tarosky	2.00	Review, analyze ongoing litigation matters (1.3); review, analyze issues re same (.7).
02/26/25	Eric J. Tarosky	0.40	Conference with J. Goldfine and C. Meyer re investigation interview.
02/26/25	Kyla Elise Taylor	12.20	Review, analyze discovery documents re responsiveness (3.8); review, analyze discovery documents re privilege (4.5); review analyze discovery documents re potential production (3.9).
02/26/25	Samantha Tidwell	3.50	Conference with M. MacKay, K&E team re litigation strategy (.5); review, analyze document production (3.0).
02/26/25	Matthew Calloway Walker	1.30	Review, analyze correspondence from M. Houseknecht, K&E team re document review (1.1); telephone conference with M. Angarola re same, privilege determination (.2).
02/26/25	Brandon R. Weber	4.20	Review, analyze discovery documents re privilege (2.2); review, analyze discovery documents re responsiveness (2.0).
02/26/25	Amber L. Whipkey	1.90	Draft, analyze document review protocols (.8); review, analyze discovery documents re privilege (1.1).
02/26/25	Amber L. Whipkey	3.40	Review, analyze discovery matters re substantial completion deadline (2.1); review, analyze issues re same (1.3).
02/26/25	Jiange Xiao	3.00	Review, analyze discovery documents re privilege and responsiveness.
02/27/25	Michael Angarola	6.40	Review, analyze discovery documents re responsiveness, privilege and personal identifying information (3.9); review analyze discovery documents re production issues and potential key documents (2.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

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02/27/25	Bill Arnault, P.C.	7.10	Draft witness list (.3); prepare for conference with Company re same (1.8); review, analyze scheduling order (.2); telephone conference with Company re litigation matters (.5); conference with M. Mackay, K&E team re litigation strategy (.5); telephone conference with Petrillo team re claims litigation (.3); review, analyze liquidation analysis re production issues (1.5); telephone conference with J. Goldfine re discovery (.2); review, analyze discovery and responses (1.7); telephone conference with M. McKane re discovery (.1).
02/27/25	Devika M. Balaram	2.00	Conference with B. Arnault re appeals, litigation work in process (.5); review, analyze background materials re same (1.5).
02/27/25	Anna Therese Beavers	1.40	Review, analyze production documents re responsiveness and privilege.
02/27/25	Keaton Blazer	2.30	Review, analyze discovery documents re production issues.
02/27/25	Danny Brown	0.90	Review and analyze discovery documents re responsiveness and privilege.
02/27/25	Hacibey Catalbasoglu	5.30	Review, analyze discovery documents re responsiveness (3.2); review, analyze discovery documents re privilege (2.1).
02/27/25	Uzo Dike	1.40	Review, analyze discovery documents re responsiveness, privilege (.7); correspond with H. Huang, K&E team re same (.3); prepare and upload document production (.4).
02/27/25	Ashton Dubey	4.60	Review and analyze discovery documents re responsiveness.
02/27/25	Carlos Estrada	6.80	Review, analyze discovery documents re privilege and relevance (3.8); review, analyze potentially discoverable documents (3.0).
02/27/25	Jeffrey Ross Goldfine	1.80	Telephone conference with B. Arnault, K&E team re litigation workstreams (.3); review and analyze draft interrogatory responses (.8); review, analyze contested valuation issues (.7).
02/27/25	Nicole L. Greenblatt, P.C.	0.50	Correspond with M. McKane, K&E team re investigation matters.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Belle A. E. Harris	9.80	Review, analyze documents re discovery issues (3.9); review, analyze discovery documents re contested litigation considerations (3.9); review analyze discovery documents re responsiveness, privilege (2.0).
02/27/25	Shayne Henry	6.70	Review, analyze documents re discovery issues (3.0); conference with Ducera team re document collection (.3); prepare for conference with B. Arnault re litigation strategy (.2); conference with B. Arnault re same (.3); review, analyze interrogatory responses (.3); review, revise privilege review protocol (1.2); coordinate document production (1.0); review, analyze discovery search terms (.4).
02/27/25	Maggie Houseknecht	5.40	Review, analyze discovery documents re responsiveness (3.4); review, analyze discovery documents re production issues (2.0).
02/27/25	Henry Huang	7.80	Draft, revise report re discovery review metrics (1.4); review, analyze privilege review works in process (1.3); review and analyze board meeting documents re production issues (.9); correspond with S. Henry re same (.3); prepare discovery documents re attorney review (1.3); correspond with discovery vendor re document review (.9); organize summary re document review (1.7).
02/27/25	Joshua Lacoste	3.50	Conference with S. Henry re litigation and litigation background (.5); review, analyze background materials re document review protocol (3.0).
02/27/25	Michael David Lehavi	5.40	Review and analyze document review protocol (1.6); review and analyze documents re production issues (3.8).
02/27/25	Chris Leveroni	7.80	Review, analyze documents re production issues (3.9); review, analyze documents re privilege, relevance (3.1); review, analyze discovery review protocol re same (.8).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Melanie MacKay	7.60	Conference with A. Whipkey, K&E team re document review and collections progress and strategy (.5); conference with MoFo team re collection and production of Ducera documents (.5); draft and revise privilege review protocol (2.0); correspond with A. Whipkey and S. Henry re same (.4); review, analyze potentially discoverable documents (.5); review, analyze documents for discovery (2.9); correspond with A. Whipkey and S. Henry re same (.8).
02/27/25	Mark McKane, P.C.	1.60	Conference with Company re litigation matters (.9); prepare for conference with B. Arnault, K&E team re litigation strategy (.2); telephone conference with B. Arnault, K&E team re same (.5).
02/27/25	Brent Daniel Mobbs	4.40	Review, analyze discovery documents re responsiveness, privilege (3.9) review, analyze discovery documents re contested pleadings (.5).
02/27/25	Austin Pennington	2.80	Review, analyze document review protocols (1.0); review, analyze documents re privilege and relevance (1.8).
02/27/25	Michael James Sitcawich	3.50	Review, analyze documents re discovery issues (2.8); draft summary re same (.7).
02/27/25	Eric J. Tarosky	1.40	Review, analyze key documents re litigation issues.
02/27/25	Kyla Elise Taylor	11.40	Review, analyze documents re responsiveness (3.8); review, analyze documents re privilege (3.9); review, analyze documents re potential production (3.7).
02/27/25	Matthew Calloway Walker	1.10	Review, analyze correspondence from M. Angarola, K&E team re document review (1.0); telephone conference with M. Angarola re same (.1).
02/27/25	Brandon R. Weber	4.70	Review, analyze discovery documents re privilege (2.8); review, analyze discovery documents re responsiveness (1.9).
02/27/25	Amber L. Whipkey	2.10	Review, revise document review protocols re privilege.
02/27/25	Amber L. Whipkey	4.60	Review, analyze discovery matters (1.6); review, analyze collection, production review re substantial completion deadline (3.0).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Jiange Xiao	1.00	Review, analyze documents re privilege, responsiveness.
02/28/25	Michael Angarola	6.90	Review, analyze documents re responsiveness, privilege and personal identifying information (3.9); review, analyze documents re issue tagging and screening for key documents (3.0).
02/28/25	Michael Angarola	0.80	Conference with K. Blazer, K&E team re document review re privilege.
02/28/25	Bill Arnault, P.C.	0.70	Conference with J. Goldfine, K&E team re discovery schedule (.1); prepare for same (.6).
02/28/25	Bill Arnault, P.C.	1.60	Telephone conference with Petrillo re investigation (.3); review and respond to correspondence with various parties re discovery, document production, witnesses and scheduling (1.3).
02/28/25	Anna Therese Beavers	3.20	Conference with M. MacKay re document review (.3); prepare for same (.4); review, analyze production documents re relevance and privilege (2.5).
02/28/25	Keaton Blazer	0.80	Conference with M. Angarola, K&E team re privilege document review.
02/28/25	Socrates L. Boutsikaris	1.50	Review, analyze privilege review memorandum (.5); conference with K. Blazer, K&E team re privilege document review (.8); review, analyze background materials re litigation (.2).
02/28/25	Danny Brown	4.30	Review and analyze discovery documents re responsiveness (2.0); review, analyze discovery documents re privilege (2.3).
02/28/25	Hacibey Catalbasoglu	0.60	Conference with K. Blazer, K&E team re document review re privilege.
02/28/25	Hacibey Catalbasoglu	4.80	Review, analyze discovery documents re responsiveness and privilege.
02/28/25	Uzo Dike	2.60	Conference with M. MacKay, K&E team re privilege document review (.7); review and analyze case materials re litigation workstreams (1.6); correspond with Veritext team re deposition (.3).
02/28/25	Ashton Dubey	3.30	Review and analyze production documents re responsiveness (2.8); review and analyze privilege review protocol (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Carlos Estrada	7.20	Review, analyze documents re privilege, relevance (3.8); review, analyze privilege log review protocol (2.6); conference with M. MacKay, K&E team re privilege document review (.8).
02/28/25	Jeffrey Ross Goldfine	4.30	Telephone conference with White & Case team re discovery (.2); attend Akin investigation interview (2.0); telephone conference with Ducera team, Paul Hastings team, D. Hunter, K&E team re litigation issues, contested valuation (.7); telephone conference with Paul Hastings team re same (.2); review, analyze issues re same (.3); telephone conference with B. Arnault, K&E team re same (.5); telephone conference with B. Arnault and J. Klein re investigation (.4).
02/28/25	Belle A. E. Harris	9.70	Review and analyze production documents re litigation issues (3.9); conference with K. Blazer, K&E team re privilege review of documents (.9); prepare for conference with K. Blazer, K&E team re same (1.0); review, analyze privilege document review protocol (3.9).
02/28/25	Grace Hartnett	1.00	Conference with A. Whipkey, S. Henry, K&E team re privilege review protocol.
02/28/25	Shayne Henry	9.60	Oversee document production (2.8); prepare for conference with White & Case team re discovery (.1); conference with White & Case team re same (.4); prepare for conference with B. Harris, K&E team re privilege document review (1.2); conference with B. Harris, K&E team re same (.8); review, revise privilege review protocol (.5); review, analyze confidentiality of documents re production (.5); review, analyze strategic considerations re litigation issues, witnesses, (.6); prepare documents re production (.5); correspond with M. MacKay, K&E team re potentially discoverable documents (.5); correspond with B. Arnault re discovery documents (.3); oversee production of same (1.4).
02/28/25	Maggie Houseknecht	0.60	Conference with S. Henry, K&E team re document review re privilege.
02/28/25	Henry Huang	0.50	Correspond with S. Henry re production issues.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Henry Huang	6.40	Conference with S. Henry, K&E team re privilege document review (.8); conference with S. Lopez, K&E team re contract review re same (.5); review and analyze discovery data (1.2); correspond with discovery vendor re documents for production (1.4); draft summary re discovery production (.8); review, analyze documents re same (1.7).
02/28/25	Jeffrey M. Jacobsen	1.50	Conference with S. Henry, K&E team re document review re privilege (.8); review, analyze case background re litigation (.7).
02/28/25	Joshua Lacoste	2.30	Conference with M. MacKay, K&E team re document review re privilege (.5); review, analyze privilege log protocol, document review protocol (1.8).
02/28/25	Michael David Lehavi	1.70	Review and analyze privilege review protocol (.3); correspond with C. Estrada, K&E team re privilege review (.5); review and analyze documents for production (.9).
02/28/25	Chris Leveroni	5.60	Review, analyze documents re production (3.9); review, analyze documents re privilege (.3); review, analyze issues re same (.8); conference with M. MacKay, K&E team re document review re privilege (.6).
02/28/25	Sean Lopez	10.30	Review, analyze discovery metrics report (.8); prepare for conference with M. MacKay, K&E team re privilege document review (.3); conference with M. MacKay, K&E team re same (.8); prepare for conference with discovery vendor re contract review (.2); conference with discovery vendor re same (.5); review, analyze contract attorney resumes and forms (.4); review, revise privilege log (1.8); draft, revise summary re litigation diligence (1.2); review, analyze considerations re document review (1.5); telephone conference with H. Huang, K&E team re litigation, discovery work in process (.5); prepare for same (.5); draft, revise document review terms (.9); review, analyze considerations re document review fact development (.4); correspond with discovery vendor re document review issue (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Melanie MacKay	6.70	Conference with A. Whipkey, K&E team re document review and collections (.5); conference with S. Lopez, K&E team re privilege review (.8); conference with H. Huang, K&E team re contract discovery review (.6); correspond with A. Whipkey and S. Henry re privilege review and related protocol (.4); review, analyze potentially discoverable documents (.2); coordinate document review and collections (3.6); correspond with A. Whipkey and S. Henry re same (.6).
02/28/25	Mark McKane, P.C.	1.10	Review, analyze ongoing document productions and litigation schedule (.6); conference with Petrillo team re investigation (.5).
02/28/25	Brent Daniel Mobbs	5.10	Conference with M. MacKay, K&E team re document review re privilege (.8); review, analyze discovery documents re responsiveness and privilege (3.8); review, analyze documents re discovery issues (.5).
02/28/25	Austin Pennington	3.30	Conference with M. MacKay, K&E team re privilege document review (.8); review, analyze discovery documents re privilege, relevance (2.5).
02/28/25	Armando L. Prather	0.80	Review, analyze protocol re privilege materials for document review.
02/28/25	Michael James Sitcawich	2.80	Review, analyze discovery documents re privilege, relevance.
02/28/25	Michael James Sitcawich	1.00	Conference with M. MacKay, K&E team re document review re privilege (.8); review, analyze privilege memorandum (.2).
02/28/25	Eric J. Tarosky	2.00	Attend Akin team investigation interview.
02/28/25	Kyla Elise Taylor	3.10	Review, analyze documents re responsiveness and privilege.
02/28/25	Matthew Calloway Walker	1.40	Review, analyze correspondence from M. Angarola, K&E team re document review (1.0); telephone conference with M. Angarola re same (.4).
02/28/25	Brandon R. Weber	0.20	Review, analyze correspondence from M. McKay re potentially privileged or discoverable documents.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Amber L. Whipkey	4.80	Review, analyze discovery matters (2.6); review, analyze collection, document review re substantial completion deadline (2.2).
02/28/25	Amber L. Whipkey	1.70	Conference with J. Xiao, K&E team re document review re privilege (.8); prepare for same (.9).
02/28/25	Jiange Xiao	1.00	Conference with A. Whipkey, K&E team re document review re privilege (.8); review, analyze documents re privilege, relevance (.2).
02/28/25	Yi Zhang	2.00	Review and analyze protocol re document review (1.2); conference with A. Whipkey, K&E team re same (.8).
Total		809.40	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116052
Client Matter: 58395-24

In the Matter of Non-Working Travel

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	\$ 49,145.50
Total legal services rendered	\$ 49,145.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Non-Working Travel

Invoice Number: 1050116052
 Matter Number: 58395-24

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ziv Ben-Shahar	3.80	1,195.00	4,541.00
Nicole L. Greenblatt, P.C.	1.50	2,595.00	3,892.50
Derek I. Hunter	3.00	1,735.00	5,205.00
Maddison Levine	2.00	1,465.00	2,930.00
Mark McKane, P.C.	4.60	2,265.00	10,419.00
Brian Nakhaimousa	2.50	1,465.00	3,662.50
Sarah Osborne	1.50	1,065.00	1,597.50
Joshua Raphael	2.00	1,195.00	2,390.00
Josh Sussberg, P.C.	4.90	2,595.00	12,715.50
Mary Catherine Young	1.50	1,195.00	1,792.50
TOTALS	27.30		\$ 49,145.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Non-Working Travel

Invoice Number: 1050116052
Matter Number: 58395-24

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Ziv Ben-Shahar	1.50	Travel from Chicago, IL to Wilmington, DE re disclosure statement hearing (billed at half time).
02/18/25	Nicole L. Greenblatt, P.C.	1.50	Travel from New York, NY to Wilmington, DE re disclosure statement hearing (billed at half time).
02/18/25	Derek I. Hunter	1.50	Travel from New York, NY to Wilmington, DE re disclosure statement hearing (billed at half time).
02/18/25	Maddison Levine	1.00	Travel from New York, NY to Wilmington, DE re disclosure statement hearing (billed at half time).
02/18/25	Mark McKane, P.C.	1.80	Travel from San Francisco, CA to Wilmington, DE re disclosure statement hearing (billed at half time).
02/18/25	Brian Nakhaimousa	1.30	Travel from New York, NY to Wilmington, DE (billed at half time).
02/18/25	Sarah Osborne	1.00	Travel from New York, NY to Wilmington, DE re disclosure statement hearing (billed at half time).
02/18/25	Joshua Raphael	1.00	Travel from New York, NY to Wilmington, Delaware re disclosure statement hearing (billed at half time).
02/18/25	Josh Sussberg, P.C.	0.50	Travel from New York, NY to Wilmington DE re disclosure statement hearing (billed at half time).
02/18/25	Mary Catherine Young	0.80	Travel from New York, NY to Wilmington, DE re disclosure statement hearing (billed at half time).
02/19/25	Ziv Ben-Shahar	2.30	Travel from Wilmington, DE to Chicago, IL re disclosure statement hearing (billed at half time).
02/19/25	Derek I. Hunter	1.50	Travel from Wilmington, DE to New York, NY re disclosure statement hearing (billed at half time).
02/19/25	Maddison Levine	1.00	Travel from Wilmington, DE to New York, NY re disclosure statement hearing (billed at half time).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Non-Working Travel

Invoice Number: 1050116052
 Matter Number: 58395-24

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Mark McKane, P.C.	2.80	Travel from Wilmington, DE to San Francisco, CA re disclosure statement hearing (billed at half time).
02/19/25	Brian Nakhaimousa	1.20	Travel from Wilmington, DE to New York, NY (billed at half time).
02/19/25	Sarah Osborne	0.50	Travel from Wilmington, DE to New York, NY re disclosure statement hearing (billed at half time).
02/19/25	Joshua Raphael	1.00	Travel from Wilmington, DE to New York, NY re disclosure statement hearing (billed at half time).
02/19/25	Josh Sussberg, P.C.	2.00	Travel from Wilmington, DE to New York, NY re disclosure statement hearing (billed at half time).
02/19/25	Mary Catherine Young	0.70	Travel from Wilmington, DE to New York, NY re disclosure statement hearing (billed at half time).
02/24/25	Josh Sussberg, P.C.	1.20	Travel from New York, NY to Miami, FL re meetings with lender counsel (billed at half time).
02/25/25	Josh Sussberg, P.C.	1.20	Travel from Miami, FL to New York, NY re meetings with lender counsel (billed at half time).
Total		27.30	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116053
Client Matter: 58395-25

In the Matter of Creditors’ Committee Matters

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 11,232.00</u>
Total legal services rendered	\$ 11,232.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Creditors' Committee Matters

Invoice Number: 1050116053
 Matter Number: 58395-25

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aislinn Comiskey	0.20	880.00	176.00
Nicole L. Greenblatt, P.C.	0.80	2,595.00	2,076.00
Derek I. Hunter	1.00	1,735.00	1,735.00
Maddison Levine	3.20	1,465.00	4,688.00
Mark McKane, P.C.	0.70	2,265.00	1,585.50
Brian Nakhaimousa	0.50	1,465.00	732.50
Mary Catherine Young	0.20	1,195.00	239.00
TOTALS	6.60		\$ 11,232.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Creditors' Committee Matters

Invoice Number: 1050116053
Matter Number: 58395-25

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Aislinn Comiskey	0.20	Correspond with M. Levine, K&E team re UCC notice of appointment.
02/14/25	Maddison Levine	0.70	Review, analyze UCC notice of appointment (.3); review, revise summary re same (.2); correspond with A. Comiskey, K&E team re same (.2).
02/16/25	Maddison Levine	0.80	Telephone conference with D. Hunter, K&E team, UCC re case status, open items (.5); prepare for same (.3).
02/16/25	Brian Nakhaimousa	0.50	Conference with D. Hunter, K&E team PSZJ re background, settlement, case issues.
02/17/25	Maddison Levine	0.50	Review, revise UCC support letter (.3); correspond with M. Beauchamp, K&E team re same (.2).
02/23/25	Nicole L. Greenblatt, P.C.	0.80	Conference with PSZJ and Paul Hastings re potential estate causes of action (.5); correspond with D. Hunter, K&E team re same (.3).
02/23/25	Derek I. Hunter	1.00	Telephone conference with M. Levine, K&E team, PSZJ re intercompany transfers (.5); review, analyze materials re same (.5).
02/23/25	Maddison Levine	1.20	Telephone conference with D. Hunter, K&E team, PSZJ team re status, open items (.5); review, analyze intercompany transfer files re same (.4); correspond with Alix team re same (.3).
02/25/25	Mary Catherine Young	0.20	Conference with S. Osborne re UCC consent rights.
02/27/25	Mark McKane, P.C.	0.30	Review, analyze UCC settlement issues.
02/28/25	Mark McKane, P.C.	0.40	Review, analyze UCC issues with pending settlement.
Total		6.60	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116054
Client Matter: 58395-26

In the Matter of Employee and Labor Matters

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	\$ 18,497.00
Total legal services rendered	\$ 18,497.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Employee and Labor Matters

Invoice Number: 1050116054
 Matter Number: 58395-26

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	3.10	1,065.00	3,301.50
Caroline Buthe	0.40	880.00	352.00
Julia Fletcher	0.60	880.00	528.00
Nicole L. Greenblatt, P.C.	1.50	2,595.00	3,892.50
Maddison Levine	1.80	1,465.00	2,637.00
Brian Nakhaimousa	0.60	1,465.00	879.00
Scott D. Price, P.C.	2.30	2,465.00	5,669.50
Michael A. Sloman	0.90	1,375.00	1,237.50
TOTALS	11.20		\$ 18,497.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Employee and Labor Matters

Invoice Number: 1050116054
Matter Number: 58395-26

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Michael Beauchamp	1.70	Review, analyze wages motion, related materials re employee compensation (.5); draft summary re same (.9); correspond with M. Sloman, K&E team re same (.3).
02/18/25	Maddison Levine	0.50	Correspond with Company, M. Sloman, K&E team re employee matters, insider analysis (.3); review, analyze issues re same (.2).
02/18/25	Michael A. Sloman	0.50	Review, analyze considerations re employee compensation.
02/24/25	Michael Beauchamp	1.40	Review, analyze wages motion, related materials re employee compensation considerations (.3); draft summary re same (.7); correspond with M. Sloman, K&E team re same (.4).
02/24/25	Nicole L. Greenblatt, P.C.	0.50	Review, analyze employee compensation matters.
02/24/25	Michael A. Sloman	0.40	Review, analyze considerations re employee bonuses, insider status.
02/25/25	Caroline Buthe	0.40	Review, analyze employment contracts.
02/25/25	Maddison Levine	0.40	Review, analyze employee engagement letters (.3); correspond with B. Nakhaimousa, K&E team re same (.1).
02/26/25	Julia Fletcher	0.60	Review, analyze wages motion re staffing agency considerations.
02/27/25	Nicole L. Greenblatt, P.C.	1.00	Conference with S. Price re incentive plan issues and related analysis.
02/27/25	Maddison Levine	0.90	Correspond and conference with S. Price, K&E team, Alix team re LTIP (.5); review, analyze plans re same (.4).
02/27/25	Brian Nakhaimousa	0.60	Conference with S. Price, K&E team re employee compensation matters (.5); correspond with S. Price, K&E team re same (.1).
02/27/25	Scott D. Price, P.C.	2.30	Review and analyze incentive plan issues (1.3); conference with N. Greenblatt re same (1.0).
Total		11.20	

Detailed Description of Services Provided From
March 1, 2025 to March 31, 2025

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119796
Client Matter: 58395-2

In the Matter of Adversary Proceeding & Contested Matters

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 307,931.50</u>
Total legal services rendered	\$ 307,931.50

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Adversary Proceeding & Contested Matters

Invoice Number: 1050119796
 Matter Number: 58395-2

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	2.60	2,015.00	5,239.00
Devika M. Balaram	58.60	1,295.00	75,887.00
Seth M. Cohen	58.80	1,345.00	79,086.00
Uzo Dike	7.60	705.00	5,358.00
Jeffrey Ross Goldfine	1.90	1,745.00	3,315.50
Nicole L. Greenblatt, P.C.	0.50	2,595.00	1,297.50
George W. Hicks Jr., P.C.	57.50	2,125.00	122,187.50
Joshua King	2.70	595.00	1,606.50
Maddison Levine	0.90	1,465.00	1,318.50
Mark McKane, P.C.	4.70	2,265.00	10,645.50
Brian Nakhaimousa	1.10	1,465.00	1,611.50
Joshua Raphael	0.10	1,195.00	119.50
Josh Sussberg, P.C.	0.10	2,595.00	259.50
TOTALS	197.10		\$ 307,931.50

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Adversary Proceeding & Contested Matters

Invoice Number: 1050119796
Matter Number: 58395-2

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/05/25	Maddison Levine	0.90	Review, analyze appeals decision (.4); draft summary re same (.3); correspond with B. Arnault, K&E team re same, next steps (.2).
03/06/25	Devika M. Balaram	1.00	Research for supplemental brief re remaining issues on appeal.
03/08/25	Devika M. Balaram	4.00	Research re supplemental brief re appeal.
03/12/25	Devika M. Balaram	5.20	Review, analyze summarize issues re appeal (3.6); research re same (1.6).
03/19/25	Devika M. Balaram	11.00	Draft, revise memorandum re appellate brief (7.2); research re same (3.8).
03/19/25	Seth M. Cohen	2.90	Research re appellate brief (2.4); conference with G. Hicks re same (.5).
03/19/25	Uzo Dike	0.80	Correspond with D. Balaram re appellate brief.
03/19/25	Jeffrey Ross Goldfine	1.40	Review and analyze appellate brief.
03/19/25	George W. Hicks Jr., P.C.	6.00	Review and analyze record materials re appellate brief (3.2); research re same (2.3); conference with S. Cohen re same (.5).
03/20/25	Bill Arnault, P.C.	1.70	Review and analyze appellate brief and related issues (1.4); correspond with S. Cohen, K&E team re same (.3).
03/20/25	Devika M. Balaram	0.60	Review, analyze documents re appellate brief.
03/20/25	Devika M. Balaram	1.00	Conference with G. Hicks and S. Cohen re appellate brief.
03/20/25	Nicole L. Greenblatt, P.C.	0.50	Correspond with M. McKane, K&E team re committee standing related matters.
03/20/25	Josh Sussberg, P.C.	0.10	Correspond with N. Greenblatt, K&E team re UCC standing.
03/21/25	Seth M. Cohen	3.80	Revise appellate brief (3.0); research re same (.8).
03/21/25	Joshua Raphael	0.10	Conference with Company counsel in non-bankruptcy litigation.
03/23/25	Devika M. Balaram	5.00	Review, revise appellate brief (3.2); research re same (.8); conference with S. Cohen re same (1.0).
03/23/25	Mark McKane, P.C.	1.50	Review, analyze Freedom lenders' supplemental appellate brief.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Adversary Proceeding & Contested Matters

Invoice Number: 1050119796
Matter Number: 58395-2

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/24/25	Seth M. Cohen	9.40	Review, revise appellate brief (5.2); research re same (3.2); conference with G. Hicks and D. Balaram re same (.6); correspond with YC team re same (.4).
03/25/25	Devika M. Balaram	1.40	Review, revise appellate brief.
03/25/25	Seth M. Cohen	8.90	Review, revise appellate brief (5.2); research re same (3.2); conference with G. Hicks and D. Balaram re same (.5).
03/25/25	George W. Hicks Jr., P.C.	7.00	Review and analyze record materials re appellate brief (3.6); draft same (2.8); telephone conference with S. Cohen re same (.6).
03/26/25	Devika M. Balaram	8.40	Draft appellate brief (4.8); research re same (3.6).
03/26/25	Seth M. Cohen	10.90	Review, revise appellate brief (6.4); research re same (3.2); telephone conference with J. Goldfine, PH team re same (.5); prepare for same (.8).
03/26/25	Jeffrey Ross Goldfine	0.50	Telephone conference with Paul Hastings team re appellate brief.
03/26/25	George W. Hicks Jr., P.C.	5.50	Research re appellate brief (3.2); correspond with S. Cohen re same (.1); telephone conference with PH team re same (.5); prepare for same (.6); draft, revise same (1.1).
03/26/25	Mark McKane, P.C.	3.20	Review, revise supplemental appellate brief (1.8); telephone conference with S. Cohen, K&E team re same (.9); correspond with S. Cohen re same (.5).
03/26/25	Brian Nakhaimousa	0.50	Correspond with S. Cohen, K&E team re DIP matters re appeal (.3); conference with same re same (.2).
03/27/25	Devika M. Balaram	1.20	Research re appellate brief.
03/27/25	Devika M. Balaram	1.20	Review, revise draft appellate brief.
03/27/25	Seth M. Cohen	9.80	Review, revise appellate brief (4.9); research re same (3.8); telephone conference with G. Hicks re same (1.0); correspond with G. Hicks re same (.1).
03/27/25	George W. Hicks Jr., P.C.	9.00	Telephone conference with S. Cohen re appellate brief draft (1.0); review, revise appellate brief (3.3); research re same (2.8); further revise same (1.9).
03/27/25	Brian Nakhaimousa	0.40	Conference with D. Balaram, K&E team re appeals.

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Adversary Proceeding & Contested Matters

Invoice Number: 1050119796
 Matter Number: 58395-2

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/28/25	Devika M. Balaram	5.80	Review, revise appellate brief (2.1); research re same (3.7).
03/28/25	Seth M. Cohen	4.90	Review, revise appellate brief (3.6); research re same (1.0); correspond with G. Hicks and D. Balaram re same (.3).
03/28/25	Uzo Dike	1.20	Draft supplemental appendix re brief.
03/28/25	George W. Hicks Jr., P.C.	13.00	Draft appellate response brief (3.9); research re same (3.9); further review, revise same (3.8); correspond with S. Cohen and D. Balaram re same (.3); review, analyze documents re same (1.1).
03/29/25	Devika M. Balaram	6.40	Draft, revise appellate brief (3.9); research re same (2.5).
03/29/25	Seth M. Cohen	2.80	Conference with G. Hicks and D. Balaram re appellate briefing (.5); draft, revise same (2.0); research re same (.3).
03/29/25	George W. Hicks Jr., P.C.	12.00	Draft appellate response brief (3.7); research re same (3.9); conference with S. Cohen, K&E team re same (.5); further draft same (3.9).
03/29/25	Brian Nakhaimousa	0.20	Correspond with D. Balaram re appellate brief.
03/30/25	Bill Arnault, P.C.	0.90	Review, analyze appellate briefing.
03/30/25	Devika M. Balaram	0.80	Research issues re appellate brief.
03/31/25	Devika M. Balaram	5.60	Review, revise appellate brief (3.8); research re same (1.8).
03/31/25	Seth M. Cohen	5.40	Review, revise supplemental brief (3.6); research re same (1.8).
03/31/25	Uzo Dike	5.60	Review, revise supplemental appendix re brief (2.5); research issues re same (2.0); draft pro hac vice motions (1.1).
03/31/25	George W. Hicks Jr., P.C.	5.00	Review, revise reply brief (3.8); research re same (1.2).
03/31/25	Joshua King	2.70	Review, revise supplemental appendix re appellee brief.
Total		197.10	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119797
Client Matter: 58395-3

In the Matter of Corporate, Securities, and Gov. Matters

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 185,720.00</u>
Total legal services rendered	\$ 185,720.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050119797
Matter Number: 58395-3

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	0.40	2,015.00	806.00
Michael Beauchamp	16.50	1,065.00	17,572.50
Zachary S. Brez, P.C.	4.50	2,465.00	11,092.50
Caroline Buthe	11.20	880.00	9,856.00
Jacqueline Cloutier	2.60	1,375.00	3,575.00
Aislinn Comiskey	2.50	880.00	2,200.00
Jeffrey Ross Goldfine	3.00	1,745.00	5,235.00
Nicole L. Greenblatt, P.C.	13.50	2,595.00	35,032.50
Derek I. Hunter	5.10	1,735.00	8,848.50
Maddison Levine	18.10	1,465.00	26,516.50
Drew Maliniak	16.40	1,725.00	28,290.00
Mark McKane, P.C.	1.20	2,265.00	2,718.00
Brian Nakhaimousa	12.10	1,465.00	17,726.50
Sarah Osborne	5.50	1,065.00	5,857.50
Joshua Raphael	2.40	1,195.00	2,868.00
Josh Sussberg, P.C.	2.90	2,595.00	7,525.50
TOTALS	117.90		\$ 185,720.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050119797
Matter Number: 58395-3

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/01/25	Caroline Buthe	0.30	Review, revise organizational chart.
03/03/25	Bill Arnault, P.C.	0.40	Telephone conference with Company re board meeting.
03/03/25	Caroline Buthe	0.40	Review, revise organizational chart.
03/03/25	Drew Maliniak	0.70	Review, analyze cleansing materials (.2). telephone conference with D. Hunter, K&E team re cleansing issues (.5).
03/04/25	Caroline Buthe	0.90	Revise organizational chart (.7); correspond with B. Nakhaimousa, K&E team re same (.1); correspond with Alix team re same (.1).
03/04/25	Drew Maliniak	0.30	Correspond with M. Levine and A. Mohamed re preliminary term sheet re cleansing.
03/04/25	Brian Nakhaimousa	0.80	Review, revise organizational chart (.5); correspond with C. Buthe re revisions to same (.1); correspond with N. Warther, K&E team, Alix re financial reporting (.2).
03/04/25	Sarah Osborne	0.50	Review, analyze issues re business registrations (.2); correspond with M. Levine, K&E team re same (.3).
03/05/25	Caroline Buthe	0.40	Revise organizational chart.
03/05/25	Maddison Levine	0.80	Correspond with Company re board meetings, next steps (.3); review, analyze issues re same (.1); correspond with D. Maliniak re cleansing matters (.2); review, analyze materials re same (.2).
03/05/25	Drew Maliniak	1.10	Conference with PH re cleansing materials (.3); prepare for telephone conference with PH re same (.8).
03/05/25	Sarah Osborne	0.30	Review, analyze issues re business registrations.
03/06/25	Nicole L. Greenblatt, P.C.	0.50	Telephone conference with Akin re board meeting matters.
03/06/25	Maddison Levine	0.70	Correspond with Company, D. Hunter, K&E team re board matters, next steps (.4); review, analyze issues re same (.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050119797
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/06/25	Drew Maliniak	2.00	Correspond with Lazard team re cleansing materials, including ABL term sheet (1.1); telephone conference with J. Cloutier, K&E team re diligence and cleansing (.5); correspond with Alix team re cleansing thirteen-week cash flow forecast (.4).
03/07/25	Caroline Buthe	0.30	Revise organizational chart (.1); correspond with N. Warther re same (.1); correspond with B. Nakhaimousa re same (.1).
03/07/25	Jeffrey Ross Goldfine	0.20	Telephone conference with N. Greenblatt, Company re board meeting.
03/07/25	Drew Maliniak	1.70	Prepare materials re cleansing under non-disclosure agreement (1.0); correspond with Alix team re cleansing thirteen-week cash flow forecast (.3); review, analyze presentation re same (.4).
03/07/25	Brian Nakhaimousa	0.30	Correspond with Ducera re cleansing issues, related sale matters.
03/07/25	Brian Nakhaimousa	0.30	Correspond with C. Buthe re organizational chart.
03/07/25	Josh Sussberg, P.C.	0.30	Correspond with N. Greenblatt, K&E team re board meeting.
03/08/25	Drew Maliniak	3.20	Review, analyze presentations and data room re cleansing and confidentiality (2.1); correspond with Lazard team, Alix team re same (1.1).
03/09/25	Caroline Buthe	0.70	Revise organizational chart (.5); correspond with Alix team re same (.1); correspond with B. Nakhaimousa re same (.1).
03/09/25	Nicole L. Greenblatt, P.C.	1.00	Telephonically attend board calls.
03/09/25	Derek I. Hunter	2.50	Attend board meetings (1.0); prepare for same (1.0); telephone conference with M. Levine, K&E team re same (.5).
03/09/25	Maddison Levine	1.20	Attend board telephone conferences (1.0); draft, compile notes re same (.2).
03/09/25	Brian Nakhaimousa	1.00	Attend board meeting (partial).
03/09/25	Josh Sussberg, P.C.	0.50	Attend OpCo board meeting.
03/10/25	Michael Beauchamp	0.50	Draft summary re board meeting.
03/10/25	Caroline Buthe	2.80	Revise organizational chart.
03/10/25	Brian Nakhaimousa	0.20	Review, revise Board minutes (.1); correspond with M. Beauchamp re same (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050119797
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/10/25	Brian Nakhaimousa	0.30	Review, revise organizational structure chart (.2); correspond with C. Buthe re same (.1).
03/11/25	Michael Beauchamp	5.80	Draft summary re board meeting (1.6); draft board minutes (3.9); review, analyze related materials (.1); correspond with M. Levine re same (.2).
03/11/25	Caroline Buthe	0.90	Revise organizational chart.
03/11/25	Jacqueline Cloutier	0.20	Correspond with D. Maliniak and PH team re cleansing matters.
03/11/25	Maddison Levine	0.70	Review, analyze 2L board correspondence (.3); correspond with D. Hunter, K&E team re same, next steps (.4).
03/11/25	Drew Maliniak	0.90	Correspond with Alix team re cleansing and inventory shrink reconciliation.
03/11/25	Josh Sussberg, P.C.	0.20	Telephone conference with Company re Wartell investigation.
03/12/25	Caroline Buthe	0.60	Revise organizational chart (.5); correspond with M. Levine, B. Nakhaimousa re same (.1).
03/12/25	Jacqueline Cloutier	0.50	Review and revise cleansing disclaimer (.2); prepare cleansing package (.2); review, analyze inventory reconciliation (.1).
03/12/25	Drew Maliniak	1.10	Conference with PH re cleansing materials (.3); review, analyze materials re potential cleansing re same (.8).
03/13/25	Maddison Levine	0.50	Telephone conference with M. McKane, K&E team re investigation status, open items.
03/13/25	Drew Maliniak	1.70	Correspond with AlixPartners re cleansing (.9); correspond with Lazard team re same (.8).
03/14/25	Caroline Buthe	0.40	Review, revise organizational chart.
03/14/25	Nicole L. Greenblatt, P.C.	4.80	Review, revise board materials (3.1); correspond with S. Osborne, K&E team re same (.6); prepare for board meetings (1.1).
03/15/25	Brian Nakhaimousa	0.70	Correspond with J. Raphael, S. Osborne, D. Hunter re board materials re business degradation (.3); review, analyze materials re same and summarize same (.4).
03/15/25	Sarah Osborne	1.60	Draft business degradation slides (1.2); review, revise same (.4).
03/15/25	Joshua Raphael	0.50	Review, analyze slide re business degradation and comment re same.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050119797
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/15/25	Josh Sussberg, P.C.	0.80	Telephone conference with independent director re case strategy, next steps (.1); correspond with independent director re same (.1); conference with Company directors re case strategy, next steps (.5); correspond with D. Hunter, K&E team re same (.1).
03/16/25	Jeffrey Ross Goldfine	1.10	Attend board meetings.
03/16/25	Nicole L. Greenblatt, P.C.	7.20	Review and comment on status conference and board slide presentations (3.9); correspond with S. Osborne, K&E team re same (.6); conferences with S. Osborne, K&E team re same (.5); conference with Akin re preparation for board call (.5); attend board meetings re status conference and settlement (.9); prepare for same (.8).
03/16/25	Derek I. Hunter	2.60	Telephone conference with M. Levine K&E team, Akin Gump re settlement discussion, strategy and other related issues (.5); conference with M. Levine, K&E team re same (.5); attend board meetings (1.0); prepare for same (.6).
03/16/25	Maddison Levine	1.60	Attend board telephone conferences (1.1); prepare for same (.5).
03/16/25	Mark McKane, P.C.	1.20	Participate board meetings re status conference and potential 9019 settlement.
03/16/25	Brian Nakhaimousa	1.70	Correspond with Ducera re board meeting materials (.1); attend board meetings (1.1); conference with J. Sussberg, K&E team re preparation for same (.5).
03/16/25	Sarah Osborne	1.30	Telephone conferences with J. Sussberg, K&E team, company re board meetings.
03/16/25	Joshua Raphael	1.10	Attend board meetings re settlement discussions.
03/16/25	Josh Sussberg, P.C.	1.10	Telephone conferences with boards re matter status.
03/17/25	Caroline Buthe	0.40	Review, revise organizational chart.
03/17/25	Jacqueline Cloutier	0.40	Telephone conference with D. Maliniak and PH re cleansing (.2); telephone conference with D. Maliniak re same (.2).
03/17/25	Drew Maliniak	1.40	Review, analyze Vitamin Shoppe offer letter re cleansing (1.2); telephone conference with J. Cloutier, K&E team re same (.2).
03/18/25	Caroline Buthe	0.50	Review, revise organizational chart.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050119797
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/18/25	Brian Nakhaimousa	1.00	Conference with D. Hunter, K&E team, board members, Ducera, Alix re deal status, next steps (.5); conference with D. Hunter, K&E team, Akin, Ducera, Alix, Chilmark, Conflicts Committee re deal status, next steps (.5).
03/18/25	Brian Nakhaimousa	0.10	Correspond with Ducera re board materials.
03/19/25	Caroline Buthe	0.20	Review, revise organizational chart.
03/19/25	Jeffrey Ross Goldfine	0.70	Attend board meetings.
03/19/25	Maddison Levine	1.10	Telephonically attend board meetings (.6); draft minutes re same (.5).
03/20/25	Caroline Buthe	0.20	Correspond with Ducera team, YC team, Alix team re organizational chart.
03/20/25	Jacqueline Cloutier	1.30	Telephone conference with D. Maliniak re cleansing (.3); telephone conference with D. Maliniak re lease restructuring update (.5); telephone conference with D. Maliniak and PH re cleansing (.5).
03/20/25	Maddison Levine	0.70	Review, revise organizational chart (.4); correspond with C. Buthe, K&E team re same (.3).
03/20/25	Drew Maliniak	1.80	Review, analyze expert valuation report and Hilco lease summary re cleansing issues (1.3); conference with Ducera team and PH re same (.5).
03/20/25	Brian Nakhaimousa	0.20	Correspond with M. Levine, K&E team re director matters.
03/21/25	Michael Beauchamp	3.40	Draft, review, revise board minutes (2.1); review, analyze materials re same (1.3).
03/21/25	Jacqueline Cloutier	0.20	Telephone conference with D. Maliniak re transaction status.
03/21/25	Maddison Levine	0.80	Draft board presentation re settlement (.4); research re same (.2); correspond with D. Hunter, K&E team re same (.2).
03/21/25	Brian Nakhaimousa	2.60	Review, revise board presentation materials (1.9); correspond with J. Raphael, K&E team re same (.3); correspond with Alix team re same (.4).
03/21/25	Brian Nakhaimousa	0.10	Correspond with B. Arnault and J. Goldfine re SEC request.
03/21/25	Joshua Raphael	0.80	Review, analyze board presentation (.4); revise same (.3); correspond with S. Osborne, K&E team re same (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050119797
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/22/25	Michael Beauchamp	4.00	Draft board minutes (2.9); review, revise same (1.1).
03/22/25	Caroline Buthe	0.50	Review, analyze governance considerations.
03/22/25	Maddison Levine	1.30	Telephone conference with Petrillo, M. McKane, K&E team re investigations, case status (.6); review, revise board settlement deck (.4); correspond with D. Hunter, K&E team re same (.3).
03/22/25	Brian Nakhaimousa	1.60	Review, revise board materials (1.0); correspond with J. Raphael, K&E team re same (.1); correspond with Alix team re same (.1); correspond with D. Hunter, K&E team re governance matters (.2); correspond with Company, D. Hunter, K&E team re board meeting (.2).
03/22/25	Sarah Osborne	0.90	Draft slides for board meeting re intercompany settlement.
03/23/25	Caroline Buthe	1.50	Telephone conference with J. Sussberg, K&E team, Company re board meeting (.3); correspond with C. Li re capital structure (.1); review, analyze board governance matters (1.1).
03/23/25	Jeffrey Ross Goldfine	0.30	Attend and participate in board meeting.
03/23/25	Maddison Levine	0.90	Telephonically attend board meetings (.3); draft minutes re same (.4); review, analyze materials re same (.2).
03/23/25	Brian Nakhaimousa	0.30	Conference with J. Sussberg, K&E team, board re board meeting.
03/24/25	Zachary S. Brez, P.C.	1.00	Review, analyze materials and SEC requests.
03/24/25	Caroline Buthe	0.20	Correspond with B. Nakhaimousa, D. Hunter re board governance matters.
03/24/25	Maddison Levine	1.40	Telephone conference with M. McKane, K&E team, Petrillo re investigation (.5); telephone conference with N. Greenblatt, K&E team re same, related issues (.4); review, analyze reports re same (.5).
03/24/25	Brian Nakhaimousa	0.10	Review, analyze SEC matters.
03/24/25	Brian Nakhaimousa	0.20	Correspond with Z. Brez re SEC requests.
03/25/25	Zachary S. Brez, P.C.	1.00	Telephone conference with J. Goldfine, K&E team re SEC matters (.1); review, analyze related materials (.9).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050119797
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	Jeffrey Ross Goldfine	0.10	Telephone conference with M. Levine, K&E team re SEC matter.
03/25/25	Brian Nakhaimousa	0.10	Conference with Z. Brez, K&E team re SEC requests.
03/26/25	Zachary S. Brez, P.C.	1.00	Telephone conference with SEC (.5); telephone conference with Company re same (.5).
03/26/25	Aislinn Comiskey	1.30	Draft board candidate NDA (1.0); correspond with M. Levine, K&E team re same (.3).
03/26/25	Maddison Levine	1.30	Correspond with directors re board meetings (.3); correspond with Company, PH re board candidates, NDA re same (.3); review, analyze same (.2); review, analyze investigation reports (.5).
03/27/25	Michael Beauchamp	0.70	Draft summary re board meetings.
03/27/25	Zachary S. Brez, P.C.	1.00	Review, analyze SEC document requests.
03/27/25	Aislinn Comiskey	0.60	Revise potential board member NDA (.4); correspond with M. Levine, K&E team re same (.2).
03/27/25	Jeffrey Ross Goldfine	0.20	Participate in board meeting.
03/27/25	Maddison Levine	1.50	Telephonically attend board meetings (.5); prepare for same (.3); review, analyze materials re same (.2); review, revise board candidate NDAs (.2); correspond with Company, PH re same (.1); correspond with directors, B. Nakhaimousa, K&E team re board meetings (.2).
03/27/25	Brian Nakhaimousa	0.30	Conference with J. Sussberg, K&E team, board re case status.
03/28/25	Michael Beauchamp	2.10	Draft summary re board meetings (.6); draft board minutes (1.1); review, analyze related materials (.4).
03/28/25	Aislinn Comiskey	0.60	Correspond with M. Levine re board candidate NDA (.2); revise and prepare execution version of NDA (.4).
03/28/25	Maddison Levine	1.80	Telephonically attend board meetings (.7); prepare for same (.3); review, analyze materials re same (.2); draft summary re settlement for same (.4); review, analyze issues re same (.2).
03/30/25	Jeffrey Ross Goldfine	0.40	Participate in board meeting.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050119797
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/30/25	Maddison Levine	1.30	Telephonically attend board meeting (.4); prepare for same (.5); review, revise materials re same (.4).
03/30/25	Sarah Osborne	0.90	Draft slides re settlement for board meeting.
03/31/25	Zachary S. Brez, P.C.	0.50	Telephone conference with B. Nakhaimousa, Deloitte re SEC requests (.2); prepare for same (.3).
03/31/25	Maddison Levine	0.50	Review, revise director NDAs (.3); correspond with A. Comiskey, K&E team, Company, PH re same (.2).
03/31/25	Drew Maliniak	0.50	Telephone conference with D. Hunter re securities matters.
03/31/25	Brian Nakhaimousa	0.20	Conference with Z. Brez, Deloitte re SEC matters.
Total		117.90	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119798
Client Matter: 58395-4

In the Matter of Disclosure Statement/Plan/Confirmation

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	\$ 1,664,231.00
Total legal services rendered	\$ 1,664,231.00

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
 Matter Number: 58395-4

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Advani	11.70	1,095.00	12,811.50
Bill Arnault, P.C.	0.80	2,015.00	1,612.00
Devika M. Balaram	2.90	1,295.00	3,755.50
Michael Beauchamp	18.10	1,065.00	19,276.50
Ziv Ben-Shahar	145.60	1,195.00	173,992.00
Sloane Bessey	2.00	1,065.00	2,130.00
Jacob E. Black	133.70	1,375.00	183,837.50
Julia F. Burnson	4.30	685.00	2,945.50
Caroline Buthe	50.50	880.00	44,440.00
Jacqueline Cloutier	11.80	1,375.00	16,225.00
Aislinn Comiskey	8.20	880.00	7,216.00
Thad W. Davis, P.C.	0.60	2,285.00	1,371.00
James B. Dickson	4.10	1,815.00	7,441.50
Kai Michael Fenty	8.60	925.00	7,955.00
Rachel Golden	2.20	1,195.00	2,629.00
Jeffrey Ross Goldfine	3.10	1,745.00	5,409.50
Nicole L. Greenblatt, P.C.	49.70	2,595.00	128,971.50
Grace Hartnett	17.10	1,025.00	17,527.50
Keli Huang	3.10	1,725.00	5,347.50
Derek I. Hunter	109.10	1,735.00	189,288.50
Sarah Jones	43.20	880.00	38,016.00
Nikhil Rama Krishnan	1.80	1,745.00	3,141.00
Constantina Leodis	5.60	1,195.00	6,692.00
Maddison Levine	64.70	1,465.00	94,785.50
Drew Maliniak	23.40	1,725.00	40,365.00
Dominick Vito Manetta	33.00	880.00	29,040.00
Mark McKane, P.C.	4.70	2,265.00	10,645.50
Brian Messing	113.10	1,065.00	120,451.50
Adam Mohamed	3.00	1,725.00	5,175.00
Brian Nakhaimousa	80.50	1,465.00	117,932.50
Shawn OHargan, P.C.	5.70	2,295.00	13,081.50
Sarah Osborne	113.60	1,065.00	120,984.00

Legal Services for the Period Ending March 31, 2025
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 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
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<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
William T. Pruitt	1.00	1,895.00	1,895.00
Joshua Raphael	79.70	1,195.00	95,241.50
Michael A. Sloman	16.50	1,375.00	22,687.50
Josh Sussberg, P.C.	27.30	2,595.00	70,843.50
Ishaan G. Thakran	8.20	1,065.00	8,733.00
Luz Tur-Sinai Gozal	22.80	880.00	20,064.00
Michael Leonard Urschel, P.C.	1.00	2,465.00	2,465.00
Matthew Calloway Walker	1.40	1,025.00	1,435.00
Nicholas Warther	3.10	1,825.00	5,657.50
Mary Catherine Young	0.60	1,195.00	717.00
TOTALS	1,241.10		\$ 1,664,231.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/16/25	Mark McKane, P.C.	0.70	Conference with PSZJ re UCC settlement and disclosure statement issue (.4); prepare for same (.3).
02/17/25	Rachel Golden	0.60	Review, analyze disclosure statement.
03/01/25	Derek I. Hunter	1.10	Correspond with M. Levine, K&E team, Company advisors re work in process, plan and confirmation issues (.5); review, analyze and revise work product, summaries re same (.6).
03/01/25	Brian Messing	2.50	Review, analyze precedent re best interests test (1.8); analyze confirmation issues re HoldCo Debtors (.4); review, analyze plan, DS re same (.3).
03/01/25	Josh Sussberg, P.C.	0.20	Correspond with N. Greenblatt, K&E team re settlement status.
03/02/25	Ziv Ben-Shahar	1.90	Conference with YC team re solicitation (.3); analyze issues re claims objection (1.6).
03/02/25	Derek I. Hunter	0.80	Correspond with K&E team, company advisors re work in process, related confirmation issues.
03/02/25	Brian Nakhaimousa	0.40	Conference with YC team re claims objection for voting purposes.
03/03/25	Ziv Ben-Shahar	2.00	Analyze issues re cure disputes.
03/03/25	Ziv Ben-Shahar	10.60	Conference with B. Nakhaimousa, K&E team re claims objection (.5); revise claims objection re voting re same (3.8); review, analyze precedent re same (2.6); correspond with Alix team re same (.6); conference with Alix team re same (.5); research, analyze issues re proofs of claim (1.5); correspond with B. Nakhaimousa, Kroll team re solicitation (.3); analyze issues re same (.8).
03/03/25	Jacob E. Black	6.40	Analyze, evaluate confirmation, valuation issues (2.8); draft summary re same (2.1); research case law re same (1.4); correspond with B. Messing, K&E team re same (.1).
03/03/25	Julia F. Burnson	0.40	Draft limited objection to voting class.
03/03/25	Nicole L. Greenblatt, P.C.	0.70	Draft correspondence to K&E team re strategic next steps and timeline.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Grace Hartnett	5.50	Review and analyze previous deposition testimony re preparation for upcoming deposition (1.6); review and analyze documents re same (3.9).
03/03/25	Derek I. Hunter	3.90	Conference with M. Levine, K&E team, Company advisors re work in process, related settlement and plan issues (.5); correspond with M. Levine, K&E team re same (.5); review, analyze and revise work product and analyses re same (1); analyze plan considerations and related issues (1); correspond with M. Levine, K&E team re privileged analyses (.9).
03/03/25	Maddison Levine	2.30	Review, revise term sheet (.6); review, analyze issues re same (.4); correspond and conferences with B. Nakhaimousa, K&E team, Company advisors re same (.5); review, revise plan (.4); telephone conference with B. Nakhaimousa, K&E team, Alix re liquidation analysis (.4).
03/03/25	Dominick Vito Manetta	0.90	Draft external plan supplement summary.
03/03/25	Brian Messing	5.90	Review, analyze settlement term sheet (.4); review, analyze precedent re equal treatment (1.0); review, analyze precedent re classification of claims (2.8); draft outline re summary of confirmation issues (1.1); review, analyze precedent re per-plan/per-debtor requirements (.6).
03/03/25	Brian Nakhaimousa	0.10	Review, analyze 2L settlement proposal.
03/03/25	Brian Nakhaimousa	0.60	Correspond with D. Manetta re plan supplement (.1); correspond with D. Hunter re plan (.3); correspond with Z. Ben-Shahar, K&E team re voting tabulation issues (.2).
03/03/25	Sarah Osborne	2.60	Research re plan injunction language (1.4); draft summary re same (1.2).
03/03/25	Joshua Raphael	0.30	Review, analyze plan supplement tracker (.2); correspond with M. Levine, K&E team re same (.1).
03/04/25	Jacob E. Black	10.30	Analyze, evaluate confirmation, valuation issues (3.6); draft summary re same (3.7); draft, revise summary re same (1.6); correspond with B. Messing, K&E team re same (.3); telephone conferences with B. Messing, K&E team re same (1.1).

Legal Services for the Period Ending March 31, 2025
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Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/04/25	Nicole L. Greenblatt, P.C.	0.80	Review, analyze open issues re settlement, litigation workstreams (.5); correspond with D. Hunter, K&E team re same (.3).
03/04/25	Grace Hartnett	3.50	Review and analyze documents re upcoming deposition.
03/04/25	Derek I. Hunter	2.00	Correspond with M. Levine, K&E team, company advisors re work in process, plan and confirmation issues (.5); review, analyze, and revise work product and analyses re same (.5); analyze deal considerations and related issues (.5); correspond with M. Levine, K&E team re privileged analyses (.5).
03/04/25	Sarah Jones	0.50	Conference with J. Black re plan work in process.
03/04/25	Sarah Jones	3.60	Research re adequate protection objection and issues re plan confirmation.
03/04/25	Brian Messing	8.80	Review, analyze precedent re per-planper-debtor plan confirmation (1.0); telephone conference with J. Black re confirmation issues (.3); conference with J. Black, L. Tur-Sinai Gozal, S. Jones re confirmation issues in process (.4); draft, revise outline re confirmation issues (3.6) research issues re same (3.3); correspond with J. Black re HoldCo plan considerations (.2).
03/04/25	Brian Nakhaimousa	1.00	Correspond with counsel to Prophecy re voting (.2); correspond with Z. Ben-Shahar re voting matters (.1); review, revise non-substantive voting objection (.3); correspond with Q. Wetzel, K&E team re same (.1); correspond with J. Raphael, K&E team re Plan re ABL exit facility (.3)
03/04/25	Josh Sussberg, P.C.	0.70	Telephone conference with W&C re settlement, plan and next steps (.1); review and revise settlement proposal (.2) correspond with Ducera team re same (.1); correspond with management re settlement status (.1); correspond re settlement responses and next steps (.2).
03/04/25	Luz Tur-Sinai Gozal	0.50	Conference with J. Black, K&E team re plan, confirmation strategy.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/05/25	Ziv Ben-Shahar	16.40	Draft, revise claims objection (1.8); correspond with B. Nakhaimousa, K&E team re same (.8); correspond with Alix team re claims objection, proofs of claims (.6); conference with Alix team re proofs of claims (.2); conference with YC team re claims objection (.3); correspond with Q. Wetzel re claims objection (1.1); correspond with various counterparties re voting claims, reconciliation (3.3); conferences with counterparties to resolve potential objections (3.8); further conferences with additional counterparties re claims objection (2.9); analyze issues re proofs of claims (1.6).
03/05/25	Jacob E. Black	10.10	Analyze, evaluate confirmation, valuation issues (2.4); draft summary re same (2.6); draft, revise summary re same (1.3); correspond with B. Messing, K&E team re same (.4); telephone conferences with B. Messing, K&E team (.4); telephone conference with Ducera team, J. Goldfine, K&E team re same (1.5); telephone conference with Ducera, J. Goldfine, K&E team, Lazard re same (1.5).
03/05/25	Grace Hartnett	3.30	Telephone conference with, J. Goldfine, K&E team, Ducera team, re Company valuation (2.0); telephone conference with J. Goldfine, K&E team, PH team, Ducera team, re Company valuation (1.3).
03/05/25	Grace Hartnett	1.50	Review and analyze documents re upcoming deposition.
03/05/25	Derek I. Hunter	5.20	Conferences with M. Levine, K&E team, company advisors re plan work in process, related confirmation issues (1.2); correspond with M. Levine, K&E team, re same (.8); review, analyze, and revise work product and analyses re same (2); analyze deal considerations and related issues (1); correspond with M. Levine K&E team re privileged analyses (.2).
03/05/25	Sarah Jones	7.60	Research re confirmation issues (3.9); draft summary re same (3.7).

Legal Services for the Period Ending March 31, 2025
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Disclosure Statement/Plan/Confirmation

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Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/05/25	Maddison Levine	0.80	Telephone conference with J. Goldfine, K&E team, Ducera re valuation (.4); review, revise plan supplement tracker (.2); correspond with D. Manetta, K&E team re same (.2).
03/05/25	Dominick Vito Manetta	1.80	Review, analyze disclosure statement, plan (.7); draft plan supplement tracker (1.1).
03/05/25	Brian Messing	7.10	Review, analyze liquidation analyses (3.3); correspond with J. Black re same (.3); conference with J. Goldfine, K&E team, Ducera team, Morrison Foerster team re valuation (1.9); telephone conference with J. Black re confirmation issues outline (.3); revise confirmation issues outline (1.1); prepare, compile authority re same (.2).
03/05/25	Brian Nakhaimousa	6.60	Conference with Q. Wetzel, Z. Ben-Shahar re cure objections and related matters (.5); conference with R. Golden re vendor matters (.7); correspond with D. Hunter, K&E team re liquidation analysis expert reports (.2); review, analyze same (.7); correspond with C. Buthe re employee matters (.1); conference with counsel to Pentex re solicitation (.3); correspond with Z. Ben-Shahar re same (.1); correspond with Z. Ben-Shahar re solicitation (.2); correspond with B. Messing, K&E team re interrogatories (.3); review, analyze same (.4); correspond with Q. Wetzel, K&E team re claims objections (.4); review, revise voting objection (1.1); correspond with M. Levine, K&E team re same (.1); review, revise plan supplement tracker (.8); correspond with D. Manetta, K&E team re same (.1); review, analyze open issues re confirmation, related litigation (.6).
03/05/25	Sarah Osborne	3.00	Draft plan supplement (2.1); research re plan injunction language (.9).
03/05/25	Joshua Raphael	0.40	Review, analyze plan injunction language (.3); correspond with S. Osborne re same (.1).

Legal Services for the Period Ending March 31, 2025
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Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/05/25	Josh Sussberg, P.C.	1.40	Review, revise proposal for 1L and 2L lenders settlement (.3); correspond with Ducera team and Company re same (.2); telephone conference with W&C re plan, settlement status and next steps (.2); correspond with Company re same (.2); draft correspondence to 1L lenders and 2L lenders re settlement construct (.4); correspond with Ducera team re 2L lender feedback (.1).
03/05/25	Luz Tur-Sinai Gozal	2.40	Telephone conference with J. Black re confirmation issues (1.1); correspond with D. Hunter, K&E team re same (.1); review, analyze precedent re confirmation issues (.9); correspond with B. Messing re same (.3).
03/06/25	Ziv Ben-Shahar	14.60	Correspond with B. Nakhaimousa re claims objections (.8); analyze proofs of claims (3.4); revise claims objection (1.1); conference with M. Levine, B. Nakhaimousa re same (.5); conference with Cozen O'Connor team, D. Hunter, K&E team re claims reconciliation (.5); conference with claim counterparty re reconciliation (.6); correspond with claim counterparty re reconciliation (1.4); further conferences with claim counterparties re claim settlements for voting purposes (2.6); correspond with same re claim settlements for voting purposes (2.3); prepare filing version of claims objection (1.4).
03/06/25	Jacob E. Black	10.10	Analyze, evaluate confirmation, valuation issues (3.8); draft summary re same (3.4); draft, revise summary re same (2.8); correspond with B. Messing, K&E team re same (.1).
03/06/25	Nicole L. Greenblatt, P.C.	1.40	Correspond with J. Sussberg, K&E team re board meetings, next steps, open items.
03/06/25	Derek I. Hunter	3.90	Review, analyze, and revise work product and analyses re same (2.0); analyze deal. plan considerations and related issues (1.0); correspond with M. Levine K&E team re privileged analyses (.9).
03/06/25	Maddison Levine	0.70	Telephone conference with Cozen, B. Nakhaimousa re plan matters, open issues (.3); correspond with YCST, J. Sussberg, K&E re status conference re settlement (.2); draft notice re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/06/25	Drew Maliniak	0.40	Correspond with PH team re warrant term sheet.
03/06/25	Dominick Vito Manetta	0.60	Review, revise plan supplement tracker.
03/06/25	Brian Messing	7.20	Review, analyze, compile precedent re confirmation objections (2.4); review, analyze precedent re liquidation analyses (3.1); analyze issues re same (1.4); telephone conference with J. Black, L. Tur-Sinai Gozal, S. Jones re confirmation issues in process (3).
03/06/25	Brian Nakhaimousa	6.60	Conference with counsel to Prophecy trust re Plan (.5); conference with Company, Alix, Ducera, D. Hunter, K&E team re work in process, deal status, next steps (1.0); conference with M. Levine re Plan (.5); correspond with D. Manetta re Plan Supplement tracker (.2); correspond with Alix re claims register re voting (.8); conference with D. Hunter re claims objection (.3); correspond with Z. Ben-Shahar, D. Hunter, K&E team, Company re claims objection re voting (.6); review, revise interrogatory responses (1.5); correspond with B. Messing, K&E team re same (.2); correspond with Q. Wetzel, K&E team re automatic stay issue (.1); correspond with R. Golden, K&E team re sale matters (.1); correspond with Hilco re same (.1); correspond with R. Golden, K&E team re variance reports (.1); correspond with D. Hunter, K&E team re GUC recovery analysis (.1); conference with Kroll re solicitation, voting (.2); correspond with B. Arnault re liquidation analysis (.1); correspond with D. Hunter re professional fee matters re non-K&E retention (.2).
03/06/25	Shawn OHargan, P.C.	1.20	Review, analyze plan supplement term sheet (.4); telephone conference with M. Levine, B. Nakhaimousa K&E team re same (.3); telephone conference with Company advisors re same (.5).
03/06/25	Sarah Osborne	2.30	Draft plan supplement (1.2); review, revise same (1.1).
03/06/25	Joshua Raphael	3.40	Conference with M. Levine re settlement conference statement (.1); review, analyze, and draft order re settlement status conference (2.8); review, revise same (.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/06/25	Josh Sussberg, P.C.	1.20	Telephone conference with PH team re plan process (.3); telephone conference with W&C team re settlement status (.2); correspond with PH team, W&C team re settlement status (.3); review 1L settlement proposal (.2); conference with D. Hunter re status conference motion (.1); correspond with N. Greenblatt re settlement (.1).
03/06/25	Luz Tur-Sinai Gozal	4.10	Conference with J. Black, K&E team re plan next steps (.4); correspond with S. Rolnik, J. Dickson, K&E team re objection outline (.1); review, analyze precedent re confirmation issues (3.3); analyze, revise objection outline re same (.3).
03/06/25	Michael Leonard Urschel, P.C.	0.50	Review, analyze status re debt matters re emergence, structuring.
03/07/25	Ziv Ben-Shahar	8.70	Conference with B. Nakhaimousa, M. Levine re claims objections, strategy (.5); prepare for same (.4); correspond with Kroll team re claims (.4); research, analyze claims objection, proofs of claim (2.8); draft memorandum re same (2.4); correspond with Alix team re objected claims (.3); research re plan confirmation (1.9).
03/07/25	Jacob E. Black	0.30	Correspond with S. Jones, K&E team re confirmation, valuation issues.
03/07/25	Nicole L. Greenblatt, P.C.	1.80	Conference with Akin re confirmation matters (.5); correspond with J. Sussberg, K&E team re settlement (.8) review and comment on motion for scheduling order (.5).
03/07/25	Grace Hartnett	2.30	Review and analyze documents re upcoming deposition.
03/07/25	Grace Hartnett	1.00	Telephone conference with N. Bassett, N. Cremans, and PH team re valuation.
03/07/25	Derek I. Hunter	4.20	Conferences with M. Levine, K&E team, company advisors re plan work in process, related confirmation issues (1.5) correspond with M. Levine, K&E team re same (.5); review, analyze, and revise work product and analyses re same (1); analyze deal considerations and related issues (1); correspond with M. Levine, K&E team re privileged analyses (.2).

Legal Services for the Period Ending March 31, 2025
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/07/25	Sarah Jones	4.70	Draft memorandum re adequate protection and confirmation issues (3.2); research re same (1.5).
03/07/25	Maddison Levine	1.90	Review, analyze valuation issues (.5); review, analyze analysis re same (.2); review, revise statement re settlement, status conference re same (.5); correspond with YCST, D. Hunter, K&E team re same, next steps (.4); review, analyze issues re same (.3).
03/07/25	Brian Messing	6.40	Review, analyze liquidation analyses (3.7); review, analyze precedent re liquidation analyses (.7); review, analyze precedent re confirmation considerations (1.6); draft summary re same (.4).
03/07/25	Brian Nakhaimousa	2.20	Correspond with Kroll, Z. Ben-Shahar re solicitation (.2); review, analyze precedent re 3018 motions (.7); correspond with D. Manetta re same (.1); correspond with N. Warther re restructuring steps memorandum (.1); review, analyze issues re plan confirmation (.6); correspond with B. Messing, K&E team re same (.5).
03/07/25	Joshua Raphael	0.60	Review, revise statement re settlement.
03/07/25	Josh Sussberg, P.C.	1.70	Correspond with Company, W&C team, re settlement responses (.5); telephone conference with independent director re same (.1); review and revise status conference motion (.7); telephone conference with PH re settlement status (.1); telephone conference with Greenhill re settlement (.1); telephone conference with W&C re settlement (.1); telephone conference with N. Greenblatt re same (.1).
03/07/25	Luz Tur-Sinai Gozal	0.60	Review, analyze precedent re confirmation issues.
03/08/25	Ziv Ben-Shahar	2.10	Correspond with D. Hunter, B. Nakhaimousa, Kroll team re Freedom Lender voting objection (.8); research re same (1.3).
03/08/25	Nicole L. Greenblatt, P.C.	1.00	Review and analyze update re settlement matters and board meetings.
03/08/25	Derek I. Hunter	3.10	Review, revise liquidation analysis (2.4); correspond with Alix, B. Arnault, D. Hunter, K&E team re same (.2); review, analyze precedent re same (.5).

Legal Services for the Period Ending March 31, 2025
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Disclosure Statement/Plan/Confirmation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/08/25	Brian Nakhaimousa	3.10	Review, revise liquidation analysis (2.4); correspond with AlixPartners, B. Arnault, D. Hunter, K&E team re same (.2); review, analyze precedent re same (.5).
03/09/25	Ziv Ben-Shahar	1.40	Correspond with B. Nakhaimousa, Kroll team re HoldCo ballots (.4); analyze issues re same (1).
03/09/25	Nicole L. Greenblatt, P.C.	0.20	Analyze open issues and action items.
03/09/25	Derek I. Hunter	1.40	Telephone conference with M. Levine, K&E team, Alix team re liquidation analysis expert report, fee forecast (.5); review and analyze same (.9).
03/09/25	Nikhil Rama Krishnan	1.00	Prepare feedback on Alix expert report on hypothetical liquidation analysis.
03/09/25	Maddison Levine	1.20	Telephone conference with Alix, B. Arnault, K&E team re liquidation analysis expert report (.8); prepare for same (.4).
03/09/25	Dominick Vito Manetta	1.40	Review, revise liquidation analysis.
03/10/25	Bill Arnault, P.C.	0.30	Telephone conference with Alix team re liquidation analysis.
03/10/25	Ziv Ben-Shahar	9.10	Conference with M. Levine, B. Nakhaimousa re Freedom Lender claims objection (.3); analyze Freedom Lender claims objection (1.8); analyze proofs of claim (1.4); correspond with Kroll, Alix team re same (.7); conference with D. Hunter, K&E team re confirmation strategy (.5); analyze issues re same (2.8); draft informal memorandum re claims objection (1.6).
03/10/25	Jacob E. Black	7.80	Analyze, evaluate issues re confirmation, related matters (3.8); correspond with S. Jones, K&E team re same (.6); draft, revise summary re same (3.4).
03/10/25	Rachel Golden	1.60	Conference with M. Levine, K&E team, Alix team, YC team re plan supplement (.4); draft summary re same (1.2).
03/10/25	Nicole L. Greenblatt, P.C.	0.70	Review, analyze open confirmation issues.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/10/25	Derek I. Hunter	4.60	Conferences with M. Levine, K&E team, company advisors re plan work in process, related confirmation issues (1.2); correspond with M. Levine, K&E team re same (.8); review, analyze, and revise work product and analyses re same (1.0); analyze deal considerations and related issues (1.0); conference with M. Levine, K&E team re privileged analyses (.6).
03/10/25	Sarah Jones	2.10	Revise memorandum re adequate protection and confirmation issues.
03/10/25	Sarah Jones	1.40	Review, analyze, research re confirmation issues (1.0); correspond with B. Messing, K&E team re same (.4).
03/10/25	Nikhil Rama Krishnan	0.80	Research case law supporting expert report on liquidation analysis.
03/10/25	Maddison Levine	3.40	Telephone conference with Alix, B. Arnault, K&E team re liquidation analysis expert report (.5); review, analyze issues re same (.4); review, revise plan supplement tracker (.7); correspond with D. Manetta, K&E team re same (.2); telephone conference with Alix re ABL term sheet, related issues (.4) correspond with D. Hunter, K&E team re status conference re settlement (.5); review, analyze plan (.3); correspond and conference with PH re same (.4).
03/10/25	Dominick Vito Manetta	0.90	Draft, revise supplemental plan summary (.8); correspond with J. Raphael re same (.1).
03/10/25	Brian Messing	10.80	Revise confirmation issues outline (3.5); research re same (3.1); correspond with J. Black re same (.3); correspond with S. Jones, L. Tur-Sinai Gozal re precedent re confirmation issues (.1); review, analyze, revise summarize of findings (1.0); telephone conference with Z. Ben-Shahar re D&O claims, plan causes of action (.1); review, analyze precedent re substantive consolidation (2.7).

Legal Services for the Period Ending March 31, 2025
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03/10/25	Brian Nakhaimousa	1.30	Review confirmation issues outline (.2); correspond with B. Messing, K&E team re same (.1); conferences with Z. Ben Shahar re vote tabulation (.3); follow up conference with Z. Ben Shahar, D. Hunter, M. Levine re same (.5); review, revise plan supplement tracker (.1); correspond with D. Manetta re same (.1).
03/10/25	Sarah Osborne	0.40	Review, revise plan supplement.
03/10/25	Josh Sussberg, P.C.	0.30	Telephone conference with J. Goldstein (.1); correspond with 1L and 2L advisors re proposal (.2).
03/10/25	Luz Tur-Sinai Gozal	2.50	Correspond with J. Black, K&E litigation and debt finance teams re adequate protection objection outline (.2); revise adequate protection objection outline (.3); review, revise case study re adequate protection (1.1); finalize point-counterpoint analysis (.9).
03/11/25	Ziv Ben-Shahar	7.60	Conferences with B. Nakhaimousa re claims objection (.3); conference with D. Hunter, K&E team, PH team re claims (.5); prepare for same (.7); analyze issues re Plan treatments (.9); correspond with J. Raphael re same (.6); correspond with Kroll team re ballots (.2); analyze issues re claims objections (1.9); research re same (2.5).
03/11/25	Jacob E. Black	8.90	Review, analyze, issues re confirmation, related matters (3.6); correspond with S. Jones, K&E team re same (.8); draft, revise summary re same (3.9); conferences with B. Messing, K&E team re same (.6).
03/11/25	Jeffrey Ross Goldfine	0.30	Telephone conference with B. Arnault re plan.
03/11/25	Nicole L. Greenblatt, P.C.	1.70	Correspond with M. Levine, K&E team re settlement and status conference matters (.6); review, analyze open issues, related strategy and next steps and correspond with K&E team re same (1.1).

Legal Services for the Period Ending March 31, 2025
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Disclosure Statement/Plan/Confirmation

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03/11/25	Derek I. Hunter	4.10	Conferences, with M. Levine, K&E team, Company advisors re work in process, plan and confirmation issues (.8) correspond with M. Levine, K&E team, Company advisors re same (.2); review, analyze, and revise work product and analyses re same (1.5); analyze deal considerations and related issues (1.5); correspond with B. Nakhaimousa, K&E team re privileged analyses (.1).
03/11/25	Sarah Jones	1.60	Review valuation reports re confirmation issues (1.5); conference with O. Tur-Sinai Gozal re same (.1).
03/11/25	Sarah Jones	0.50	Conference with O. Tur-Sinai Gozal re confirmation and adequate protection matters.
03/11/25	Sarah Jones	0.20	Conference with B. Messing re confirmation issues.
03/11/25	Maddison Levine	0.60	Review, revise notice of settlement status conference (.3); correspond with YCST re same (.1); telephone conference with Alix re ABL lease reserve issues (.2).
03/11/25	Brian Messing	4.30	Review, analyze precedent re substantive consolidation (1.9); telephone conference with J. Black, L. Tur-Sinai Gozal, S. Jones re confirmation issues (.2); revise confirmation issues outline (1.6); review, analyze settlement term sheet re confirmation issues (.2); correspond with J. Black re confirmation issues (.4).
03/11/25	Brian Nakhaimousa	0.50	Conference with Z. Ben Shahar, K&E team, PH re solicitation.
03/11/25	Brian Nakhaimousa	0.60	Review, analyze amended GUC class report (.2); correspond with Akin re plan matters (.1); conference with YCST re research re plan confirmation issues (.3).
03/11/25	Sarah Osborne	2.10	Review, analyze precedent re plan supplement (.6); review, revise same (1.5).
03/11/25	Joshua Raphael	0.10	Conference with Z. Ben Shahar re plan.
03/11/25	Joshua Raphael	1.60	Review, analyze, revise plan supplement (1.5); correspond with S. Osborne re same (.1).

Legal Services for the Period Ending March 31, 2025
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03/11/25	Josh Sussberg, P.C.	1.40	Telephone conference with W&C re open issues, next steps (.1); telephone conference with Ducera re case strategy, next steps (.4); correspond with N. Greenblatt re same (.2); correspond with N. Greenblatt, K&E team re settlement, status conference, and next steps (.5); review, analyze 1L lenders response and proposal and correspond re same (.2).
03/11/25	Luz Tur-Sinai Gozal	2.20	Review, analyze valuation reports (.5); conference with J. Black, K&E team re case updates (.3); revise adequate protection objection outline (.4); correspond with J. Black, K&E team re same (.1); review, analyze DIP budget re adequate protection issues (.4); conference with S. Jones re adequate protection issues (.3); conference with J. Black re DIP budget recovery for adequate protection claims (.2).
03/12/25	Ziv Ben-Shahar	5.60	Analyze issues re claims objection (2.6); draft correspondence with B. Nakhaimousa re objectionable claims (.7); research re same (.8); correspond with claimant re potential claims (.3); correspond with Alix team, Kroll team, B. Nakhaimousa, K&E team re same (.5); conference with B. Nakhaimousa re claims objection (.4); correspond with Q. Wetzel re same (.3).
03/12/25	Kai Michael Fenty	1.00	Review, revise RTM.
03/12/25	Nicole L. Greenblatt, P.C.	3.00	Review and analyze update on settlement matters (.5); correspond with D. Hunter, K&E team re same (.4); draft analysis on plan settlement path (1.9); correspond with J. Sussberg re same (.2).
03/12/25	Derek I. Hunter	4.60	Conferences with M. Levine K&E team, company advisors re work in process, plan issues (1.7); correspond with M. Levine, K&E team re same (.3); review, analyze, and revise work product and analyses re same (1); analyze deal considerations and related issues (1); correspond with M. Levine, K&E team re privileged analyses (.6).
03/12/25	Sarah Jones	3.10	Research cases re voting requirements and confirmation (1.6); draft memorandum re same (1.0); correspond with B. Messing re same (.5).

Legal Services for the Period Ending March 31, 2025
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03/12/25	Maddison Levine	2.90	Correspond and conference with B. Nakhaimousa, K&E team re plan amendments, settlement term sheet (.6); review, analyze issues re same (.8); review, analyze organizational chart re same (.4); correspond and conferences with D. Hunter, K&E team, Company advisors re settlement (.4); review, analyze issues re same (.6); telephone conference with Alix re ABL (.1).
03/12/25	Dominick Vito Manetta	0.10	Review, revise RTM.
03/12/25	Brian Messing	5.70	Revise confirmation issues outline (3.3); research, analyze re same (2.1); correspond with J. Black re same (.3).
03/12/25	Brian Nakhaimousa	1.90	Review, revise RTM (.6); correspond with J. Raphael, K&E team re same (.1); conference with Hilco, M. Young, K&E team, Alix re plan supplement schedules re assumption/rejection (.5); conference with counsel to Prophecy Trust re Plan, solicitation matters (.7).
03/12/25	Sarah Osborne	5.00	Review, revise plan supplement (2.1); research precedent re plan language (.6); draft summary re same (.5); review, revise presentation re plan (1.8).
03/12/25	Joshua Raphael	1.40	Review, analyze structure deck re RTMs (1); conference with M. Levine re plan (.1); review, revise plan supplement (.1); correspond with S. Osborne re plan (.2).
03/12/25	Josh Sussberg, P.C.	0.50	Telephone conferences with Ducera re settlement (.3); correspond with N. Greenblatt, K&E team re settlement (.2).
03/13/25	Matt Advani	2.70	Review and revise RTM.
03/13/25	Bill Arnault, P.C.	0.50	Participate in telephone conference with D. Hunter, K&E team re status conference and plan.
03/13/25	Jacob E. Black	7.10	Analyze, evaluate issues re confirmation, related matters (3.3); correspond with B. Messing, K&E team re same (.4); draft, revise summary re same (3.1); conferences with B. Messing, K&E team re same (.3).

Legal Services for the Period Ending March 31, 2025
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Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

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03/13/25	Caroline Buthe	3.40	Draft, revise presentation slides re settlement (2.1); telephone conference with D. Hunter, K&E team re same (.5); telephone conference with B. Nakhaimousa, K&E team re same (.2); conference with S. Osborne re same (.3); confer with J. Raphael re same (.3).
03/13/25	Aislinn Comiskey	3.30	Draft slides re settlement conference and litigation schedule (2.9); conference with B. Nakhaimousa re same (.3); correspond with B. Nakhaimousa, J. Raphael re same (.1).
03/13/25	Nicole L. Greenblatt, P.C.	2.50	Review, analyze key issues, related strategy re plan settlement (1.2); correspond with D. Hunter, K&E team re same (.3); correspond with Akin re investigation and plan settlement matters (.4); correspond and conferences with D. Hunter, K&E team re same (.6).
03/13/25	Nicole L. Greenblatt, P.C.	0.30	Telephone conference with Akin re open issues on investigation.
03/13/25	Derek I. Hunter	5.40	Conferences with M. Levine, K&E team, company advisors re work in process, plan issues (1.2); correspond with M. Levine, K&E team re same (.8); review, analyze, and revise work product and analyses re same (2); analyze deal considerations and related issues (1); correspond with B. Nakhaimousa, K&E team re privileged analyses (.4).
03/13/25	Sarah Jones	0.30	Correspond with B. Nakhaimousa, J. Black re confirmation issues.
03/13/25	Sarah Jones	0.50	Correspond with J. Black re work in process re confirmation issues.
03/13/25	Sarah Jones	1.10	Draft summary re confirmation issues (1.0); conference with B. Messing re same (.1).
03/13/25	Maddison Levine	1.20	Telephone conference with D. Hunter, K&E team re settlement term sheet (.5); review, analyze same (.7).
03/13/25	Dominick Vito Manetta	1.30	Review, revise plan supplement summary (.6); review, analysis final DIP order re emergence considerations (.7).

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
 Matter Number: 58395-4

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03/13/25	Brian Messing	5.00	Review, analyze, revise summary re confirmation issue (.8); revise confirmation issues outline (3.1); telephone conference with B. Arnault, K&E team re investigation updates (.4); telephone conference with J. Black, L. Tur-Sinai Gozal, S. Jones re confirmation issues, updates (.4); telephone conferences with J. Black re same (.3).
03/13/25	Brian Nakhaimousa	3.00	Conference with N. Greenblatt, K&E team, Ducera, Alix re deal status, next steps (.5); conference with J. Raphael, S. Osborne, M. Levine re term sheet (.4); conference with Company, M. Levine, K&E team, Ducera, Alix re deal status, next steps, work in process (.5); correspond with D. Manetta re plan supplement materials (.2); correspond with counsel to claimant (.3); correspond with Ducera re term sheet (.2); correspond with YCST re status conference re agenda (.1); correspond with J. Raphael re RTM (.1); correspond with Z. Ben Shahr re claims matters (.2); correspond with Alix re status conference materials (.2); correspond with B. Arnault, K&E team re production of materials (.2); correspond with Company re employee census (.1).
03/13/25	Sarah Osborne	9.00	Research precedent re plan issues (1.1); correspond with J. Raphael re same (.2); correspond with J. Raphael, K&E team re settlement term sheet (.3); draft settlement term sheet (3.4); review, revise same (1.9); correspond with D. Hunter, K&E team re presentation for settlement and status conference (.7); correspond with C. Buthe re same (.5); review, revise status conference slides (.9).

Legal Services for the Period Ending March 31, 2025
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Matter Number: 58395-4

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03/13/25	Joshua Raphael	6.30	Conference with M. Advani, K&E team re restructuring steps (.5); analyze, follow up re same (.5); review, analyze plan re assumption/rejection (.2); conference with B. Nakhaimousa re term sheet (.3); review, analyze term sheet (.4); conference with B. Nakhaimousa, K&E team re investigation (.3); follow up, analyze issues re settlement (1); conference with C. Buthe re presentation (.3); review, analyze presentation (.1); review, analyze structuring issue (.2); correspond, conference with S. Osborne re settlement (.3); analyze same (.6); comment on presentation re settlement (1.6).
03/13/25	Josh Sussberg, P.C.	0.90	Telephone conference with N. Greenblatt, K&E team, PH team re case update (.1); correspond with N. Greenblatt, K&E team, PH team re settlement status (.2); correspond with N. Greenblatt, K&E team, PH team re intercompany matters (.1); review, analyze re settlement (.3); correspond with D. Hunter, K&E team re same (.2).
03/14/25	Ziv Ben-Shahar	3.40	Correspond with B. Nakhaimousa re solicitation (.6); correspond with Kroll team re vote tabulation (.6); research re same (1.7); revise certification of counsel for claims objection order (.2); correspond with B. Nakhaimousa re same (.3).
03/14/25	Jacob E. Black	3.10	Analyze, evaluate confirmation, related issues (2.9); correspond with B. Messing, K&E team re same (.2).
03/14/25	Julia F. Burnson	0.80	Research precedent re exclusivity replies (.4); draft exclusivity reply (.4).
03/14/25	Caroline Buthe	11.30	Draft, review, revise presentation slides re settlement (5.2); research re same (3.9); telephone conference with D. Hunter, K&E team re same (1.1); telephone conference with B. Nakhaimousa, K&E team re same (.1); telephone conference with Alix team, B. Nakhaimousa re same (.4); telephone conference with J. Raphael re same (.1); telephone conference with B. Nakhaimousa, K&E team re same (.4); correspond with Alix team re same (.1).

Legal Services for the Period Ending March 31, 2025
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Disclosure Statement/Plan/Confirmation

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03/14/25	Aislinn Comiskey	4.90	Telephone conference with D. Hunter, K&E team re status conference slides (.5); conference with B. Nakhaimousa, J. Raphael re same (.4); revise status conference slides re litigation timeline (2.4); correspond with B. Nakhaimousa, J. Raphael, C. Buthe K&E team re same (1.6).
03/14/25	Nicole L. Greenblatt, P.C.	0.70	Correspond with B. Arnault, K&E team re discovery matters.
03/14/25	Maddison Levine	2.50	Telephone conference with Company, Company advisors re settlement, next steps (.6); review, analyze issues re same (.4); research re same (.6); draft summary re same (.3); correspond and conferences with B. Nakhaimousa, K&E team re same (.4); review, analyze plan re same (.2).
03/14/25	Brian Messing	4.10	Review, analyze valuation analysis re confirmation issues (.6); review, analyze precedent re adequate protection (.8); revise confirmation issues outline (2.7).
03/14/25	Brian Nakhaimousa	1.80	Review, revise settlement term sheet (.4); correspond with J. Raphael, K&E team re same (.4); correspond with PH re solicitation matters (.1); conference with counsel to UCC re litigation trust agreement (.5); correspond with J. Burnson, K&E team re exclusivity reply (.1); review, revise CNO re rejection motion and claims objection (.2); correspond with Z. Ben Shahr re same (.1).
03/14/25	Sarah Osborne	4.70	Telephone conference with Ducera team, Alix team, D. Hunter, K&E team re settlement (.3); review, revise settlement term sheet (1.1); telephone conference with D. Hunter, K&E team re settlement term sheet and presentation (1.1); further revise term sheet (1.8); telephone conference with J. Raphael, K&E team re settlement presentation (.4).
03/14/25	Joshua Raphael	4.00	Conference with D. Hunter, K&E team re settlement term sheet, presentation (1.1) review, analyze proposal (.1); comment on presentation (.5); conference with PSZJ re plan (.1); review, revise same (.2); review, analyze, revise presentation (1.2); conferences with S. Osborne, K&E team re same (.8).

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03/14/25	Josh Sussberg, P.C.	1.40	Telephone conference with Company re case, settlement update (.3); correspond with Company re status conference (.1); conference with independent director re investigation (.1); correspond with independent director re same (.2); telephone conference with N. Greenblatt re status conference and independent investigation (.1); review, analyze settlement proposal (.2); correspond with Company re settlement proposal and next steps (.2); correspond with Company re settlement analysis and next steps (.2).
03/14/25	Luz Tur-Sinai Gozal	0.20	Research re confirmation issues.
03/15/25	Ziv Ben-Shahar	0.80	Correspond with B. Nakhaimousa, YC team re rejection motion, claim objection (.5); revise certifications of counsel re same (.3).
03/15/25	Caroline Buthe	7.60	Draft, revise presentation slides re settlement (3.9); review, analyze background re same (3.2); correspond with D. Hunter re same (.1); teleconference with B. Nakhaimousa, K&E team re same (.2); correspond with Alix team re same (.1); correspond with B. Nakhaimousa re same (.1).
03/15/25	Derek I. Hunter	2.60	Conferences with M. Levine, K&E team, company advisors re work in process, plan issues, and status conference (.4); correspond with M. Levine, K&E team re same (.6); analyze deal considerations and related issues (1.0); correspond with M. Levine, K&E team re privileged analyses (.6).
03/15/25	Brian Nakhaimousa	0.60	Correspond with S. Osborne, K&E team re settlement term sheet (.2); review, revise same (.3); correspond with D. Hunter re settlement (.1).
03/15/25	Sarah Osborne	2.00	Review, revise plan settlement term sheet (.9); review, analyze issues re same (1.1).
03/15/25	Joshua Raphael	1.10	Review, analyze settlement deck and comment re same (.6); conference and correspond with B. Nakhaimousa, K&E team re same (.5).
03/15/25	Josh Sussberg, P.C.	0.20	Correspond with N. Greenblatt re settlement status.

Legal Services for the Period Ending March 31, 2025
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 Matter Number: 58395-4

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03/16/25	Caroline Buthe	9.90	Draft, revise presentation slides re settlement (3.9); review, analyze background re same (1.1); correspond with B. Nakhaimousa, K&E team re same (.3); research re same (2.5); correspond with S. Osborne re same (.1); telephone conference with N. Greenblatt re same (.1); telephone conference with J. Sussberg, K&E team, Ducera team re same (.7); telephone conference with J. Sussberg, K&E team, the Company, Ducera team re same (.8); telephone conference with J. Sussberg, K&E team, the Company re same (.4).
03/16/25	Derek I. Hunter	1.40	Correspond with M. Levine, K&E team, company advisors re work in process, plan issues (.5); review, analyze, and revise work product and analysis re same (.9).
03/16/25	Maddison Levine	1.30	Review, revise settlement deck (.9); correspond with B. Nakhaimousa, K&E team re same, next steps (.4).
03/16/25	Mark McKane, P.C.	0.30	Analyze scheduling order modification issues.
03/16/25	Brian Nakhaimousa	1.20	Correspond with C. Buthe, K&E team re term sheet (.1); correspond with Ducera re board call (.1); correspond with J. Sussberg re PH statement (.1); review same (.4); conference with M. Levine re deal status, next steps (.4); correspond with J. Raphael re plan (.1).
03/16/25	Sarah Osborne	3.30	Review, analyze issues re settlement (1.8); research plan precedent re potential objection (1.5).
03/16/25	Joshua Raphael	0.70	Conference with J. Sussberg, K&E team, Company advisors re settlement (.6); correspond re plan (.1).

Legal Services for the Period Ending March 31, 2025
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03/16/25	Josh Sussberg, P.C.	2.80	Review and comment on settlement deck (.5); telephone conference with N. Greenblatt re same (.1); telephone conference with W&C and PH re matter status and next steps (.6); correspond with W&C re same (.1); correspond with M. Levine re settlement presentation (.1); telephone conference with J. Hartmann re status (.1); update telephone conference with Akin (.5); telephone conference with Ducera team, Alix team, and D. Hunter and K&E team re settlement (.5); telephone conference with Ducera re status (.1); telephone conference with Ducera re matter status (.1); telephone conference with independent director re same (.1).
03/17/25	Michael Beauchamp	1.70	Review, analyze case law confirmation issues (1.2); draft summary re same (.5).
03/17/25	Ziv Ben-Shahar	3.80	Analyze issues re solicitation (1.8); correspond with Kroll re same (.7); correspond with B. Nakhaimousa re same (.5); research re voting objection (.8).
03/17/25	Jacob E. Black	6.40	Analyze, evaluate confirmation, related issues (3.2); correspond with S. Jones, K&E team re same (1.1); draft, revise summary re confirmation, related issues (2.1).
03/17/25	Julia F. Burnson	0.40	Research precedent re Scotia Dev bench ruling re adequate protection.
03/17/25	Caroline Buthe	2.20	Revise settlement presentation (1.5); correspond with S. Osborne re same (.1); research re protective order and confirmation (.6).
03/17/25	Derek I. Hunter	5.70	Conferences, with M. Levine, K&E team, company advisors re work in process, plan issues (1.3); correspond with M. Levine, K&E team re same (.7); review, analyze, and revise work product and analyses re same (2); analyze deal considerations and related issues (1.0); correspond with M. Levine, K&E team re privileged analysis (.7).

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03/17/25	Maddison Levine	2.70	Review, analyze PH comments to plan (.4); review, revise same (.6); telephone conference with Guggenheim re post-emergence matters (.5); correspond with Kroll re voting report (.5); telephone conference with LW re plan, expert report (.5); review, analyze issues re same (.1); review, analyze protective order re same (.1).
03/17/25	Brian Messing	4.30	Revise confirmation issues outline (2.2); correspond with S. Jones re case chart re research (.2); review, analyze precedent re confirmation issues (1.8); correspond with J. Black re same (.1).
03/17/25	Brian Nakhaimousa	0.90	Correspond with Z. Ben-Shahar re solicitation matters (.5); correspond with J. Sussberg, K&E team re settlement matters (.2); correspond with Ducera re same (.2).
03/17/25	Sarah Osborne	4.20	Review, revise presentation slides re settlement, status conference (1.5); draft slide re professional fee burn for settlement (2.3); research plan language re claims limited to insurance proceeds (.4).
03/17/25	Josh Sussberg, P.C.	0.80	Telephone conferences with T. Arden re status (.3); telephone conference with J. Hartmann (.1); correspond with lenders re next steps (.3); correspond with D. Orlofsky re next steps (.1).
03/18/25	Matt Advani	1.00	Review, analyze plan and disclosure statement re tax issues.
03/18/25	Michael Beauchamp	5.40	Review, analyze case law confirmation issues (3.9); draft memorandum re same (1.5).
03/18/25	Ziv Ben-Shahar	9.50	Draft, revise motion to reset confirmation schedule (4.8); review, analyze background materials re same (3.9); correspond with J. Burnson re same (.2); correspond with M. Levine, B. Nakhaimousa re same (.6).
03/18/25	Jacob E. Black	13.90	Review, analyze confirmation, related issues (3.8); draft, revise summary re same (3.6); correspond with B. Messing, K&E team re same (1.6) telephone conference with B. Messing, K&E team re same (.5); further research, analyze caselaw, strategies, and related considerations re same (3.8); summarize findings re same (.6).

Legal Services for the Period Ending March 31, 2025
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/18/25	Julia F. Burnson	1.20	Draft motion to reset confirmation hearing (.7); draft motion to shorten re same (.5).
03/18/25	Julia F. Burnson	0.40	Research precedent confirmation issues (.2) correspond with Z. Ben-Shahar re same (.2).
03/18/25	Nicole L. Greenblatt, P.C.	2.70	Conference with Ducera and Alix re settlement proposal, next steps (.4); review and address correspondence re plan settlement matters (.8); conference with 1L holder re settlement dynamics and next steps (.5); conference with M. McKane, K&E team re director discussions and related deliverables (1.0).
03/18/25	Derek I. Hunter	3.20	Review, analyze, and revise work product and analyses re same (2.0); analyze deal considerations and related issues (1.0); correspond with B. Nakhaimousa, K&E team re privileged analyses (.2).
03/18/25	Sarah Jones	0.50	Conference with J. Black, K&E team re work in process and confirmation issues.
03/18/25	Maddison Levine	4.20	Correspond and conferences with D. Hunter, K&E team, Company advisors re settlement proposal open items, next steps (.4); review, analyze issues re same (.2); review, analyze plan re confirmation issues (.3); correspond with B. Nakhaimousa, K&E team re same (.2); correspond with S. Osborne, K&E team re plan supplement, open items (.2); correspond with Alix, Company re same, retained causes of action (.1); review, analyze summary re same (.1); telephone conference with D. Hunter, K&E team re potential foreclosure strategy (.3); review, analyze issues re same (.6); review, revise exit ABL stipulation (1.2); correspond with PH, LW, Q. Wetzel, K&E team re same (.1); review, analyze Gale matter issues, open items (.3); review, analyze pleadings re same (.2).
03/18/25	Drew Maliniak	0.20	Review workstreams tracker re plan supplement materials.

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/18/25	Brian Messing	9.80	Review, analyze precedent re section 550 confirmation issues (.9); telephone conference with J. Black re same (.1); revise confirmation issues outline (2.1); review, analyze precedent re comity (1.3); conference with J. Black, L. Tur-Sinai Gozal, S. Jones re confirmation issues in process (.4); conference with J. Black, K&E team re motion to dismiss arguments, related considerations (partial)(.1); review, analyze precedent re motion to dismiss (3.2); draft, revise memorandum re same (1.3); telephone conferences with J. Black re same (.2); correspond with J. Black, K&E team re same (.2).
03/18/25	Brian Nakhaimousa	1.10	Correspond with J. Raphael, K&E team re plan (.3); correspond with Ducera re settlement term sheet (.1); correspond with I. Thakran, K&E team re confirmation issues (.1); correspond with M. Young, K&E team re Plan (.4); correspond with S. Osborne, K&E team re plan supplement (.2).
03/18/25	Brian Nakhaimousa	0.20	Correspond with J. Sussberg, N. Greenblatt, K&E team, Akin re scheduling re settlement conference.
03/18/25	Sarah Osborne	4.20	Review, analyze restructuring support agreement for re settlement considerations (.7); review, revise plan supplement (1.1); research re plan language (2.4).
03/18/25	Josh Sussberg, P.C.	1.60	Telephone conference with W&C re settlement status (.2); telephone conference with Company re same (.5); correspond with W&C re same (.1); correspond with M. Levine, K&E team re same (.2); correspond with PH re same (.1); correspond with independent director re same (.1); correspond with N. Greenblatt, K&E team re rule 9019 plan settlement next steps (.4).
03/18/25	Luz Tur-Sinai Gozal	0.60	Telephone conference with D. Hunter, K&E team re confirmation issue (.3); telephone conference with J. Black, K&E team re same (.3).
03/18/25	Mary Catherine Young	0.60	Review, analyze plan, disclosure statement re confirmation issues.
03/19/25	Matt Advani	0.50	Revise review, revise RTM.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/19/25	Michael Beauchamp	8.40	Review, analyze case law confirmation issues (2.9); draft memorandum re same (3.9); research re same (1.6).
03/19/25	Ziv Ben-Shahar	11.50	Draft, revise motion to reset confirmation schedule (3.9); research re same (3.9); draft motion to shorten notice (1.4); correspond with S. Bessey re settlement notice (.4); correspond with M. Levine, B. Nakhaimousa re confirmation schedule (.9); analyze issues re same (1.0).
03/19/25	Sloane Bessey	1.00	Draft notice re revised plan and 9019 plan settlement.
03/19/25	Jacob E. Black	8.10	Review, analyze confirmation, related issues (1.9); draft, revise summary re same (2.4); correspond with B. Messing, K&E team re same (1.4); research, evaluate caselaw re same (2.4).
03/19/25	Caroline Buthe	1.10	Research re exclusivity reply.
03/19/25	Kai Michael Fenty	1.00	Revise RTM.
03/19/25	Nicole L. Greenblatt, P.C.	1.80	Review, analyze confirmation issues (1.5); correspond with D. Hunter, K&E team re same (.3).
03/19/25	Keli Huang	0.50	Conference with S. OHargan, K&E team, Company advisors re tax structuring.
03/19/25	Keli Huang	0.30	Correspond with N. Warther, K&E team re tax structuring.
03/19/25	Keli Huang	0.30	Review, analyze warrant structure.
03/19/25	Derek I. Hunter	4.60	Telephone conferences with M. Levine, K&E team, Company advisors re work in process, plan issues (1.3); correspond with M. Levine, K&E team re same (.7); review, analyze, and revise work product and analyses re same (1.0); analyze deal considerations and related issues (1.0); correspond with M. Levine, K&E team re privilege analyses (.6).
03/19/25	Sarah Jones	1.50	Research confirmation issues re transfers.
03/19/25	Sarah Jones	3.10	Research confirmation issues (2.1); correspond with B. Messing re confirmation issues (.6); correspond with D. Hunter re same (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

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03/19/25	Maddison Levine	2.10	Review, revise plan supplement notice (.2); correspond with S. Osborne, K&E team re same (.1); review, analyze take back term sheet re same (.1); review, revise RTM re same (.2); review, analyze foreclosure research (.3); correspond with S. Jones, K&E team re same (.1); review, analyze intercompany settlement (.3); correspond with D. Hunter, K&E team, Company advisors re same, next steps (.4); review, revise exit financing stipulation (.3); correspond with LW re same (.1).
03/19/25	Brian Messing	8.10	Review, analyze precedent re confirmation issues (3.7); draft, revise summary re same (2.4); correspond with J. Black, K&E team re same (.8); telephone conferences with J. Black re same (.9); review, analyze foreclosure analysis (.3).
03/19/25	Brian Nakhaimousa	0.70	Review, analyze confirmation issues, related research re same.
03/19/25	Brian Nakhaimousa	0.70	Conference with J. Sussberg, K&E team, board re settlement (.4); conference with D. Hunter, K&E team, Wartell, Akin team re settlement (.3).
03/19/25	Brian Nakhaimousa	2.50	Research re confirmation issues (.3); review, revise application to shorten re amended scheduling (.9); correspond with Z. Ben Shahar, M. Levine re same (.1); conference with YCST re application to shorten (.3); correspond with Z. Ben Shahar re cure schedule (.1); review, correspond with J. Raphael, K&E team re RTM (.8).
03/19/25	Sarah Osborne	6.00	Telephone conference with 1L lenders, M. Levine, K&E team re plan supplement (.7); review, revise plan (3.8); review, analyze precedent re same (.2); review, revise plan supplement (.3); correspond with M. Sloman re exclusivity reply (.4); draft same (.6).
03/19/25	Joshua Raphael	1.30	Review, analyze RTMs, comments to structure slides (.8); correspond with M. Levine, B. Nakhaimousa, M. Advani, K&E team re same (.4); conference with S. Osborne re plan (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

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03/19/25	Michael A. Sloman	2.40	Conference with S. Osborne re exclusivity reply (.4); review, analyze pleadings re exclusivity motion, objection, reply (1.2); research, analyze considerations re same (.8).
03/19/25	Josh Sussberg, P.C.	0.90	Correspond with W&C re settlement matters (.2); correspond with N. Greenblatt, K&E team re same (.7).
03/19/25	Luz Tur-Sinai Gozal	3.30	Correspond with B. Messing re confirmation research (.1); research re same (3.1); correspond with J. Black, K&E team re same (.1).
03/20/25	Matt Advani	0.40	Review, revise RTM.
03/20/25	Michael Beauchamp	2.60	Review, analyze case law re potential confirmation issues (.8); draft summary re same (1.6); correspond with J. Black, B. Messing re same (.2).
03/20/25	Ziv Ben-Shahar	11.80	Revise settlement notice (.6); correspond with S. Bessey re same (.4); conference with M. Levine, B. Nakhaimousa re amended scheduling motion (.5); draft, revise amended scheduling motion (3.9); research re same (2.1); review, analyze background materials re same (3.4); draft, revise motion to shorten notice (.9).
03/20/25	Sloane Bessey	0.60	Draft notice re amended plan and 9019 plan settlement (.4); correspond with M. Levine, K&E team re same (.2).
03/20/25	Jacob E. Black	10.10	Review, analyze confirmation, related issues (3.4); draft, revise summary re same (2.6); correspond with B. Messing, K&E team re same (1.9); research, evaluate caselaw re same (2.2).
03/20/25	Caroline Buthe	3.70	Draft, review, revise presentation re settlement.
03/20/25	Caroline Buthe	0.90	Research re exclusivity reply.
03/20/25	Jacqueline Cloutier	0.50	Telephone conference with D. Maliniak re cleansing and lease restructuring update (.3); telephone conference with D. Maliniak and PH re cleansing (.2).
03/20/25	James B. Dickson	2.30	Review, revise takeback debt term sheet (1.3); review, analyze issues re same (1.0).
03/20/25	Kai Michael Fenty	1.10	Review, revise RTM.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/20/25	Jeffrey Ross Goldfine	0.80	Telephone conference with N. Greenblatt, M. McKane, K&E team, Alix team re settlement.
03/20/25	Jeffrey Ross Goldfine	0.40	Telephone conference with Ashby & Geddes team re Wartell investigation (.2); telephone conference with M. Levine re same (.2).
03/20/25	Nicole L. Greenblatt, P.C.	3.30	Conference with Ducera, Alix, Company, D. Hunter, K&E team re status, next steps, settlement (1.0); conference and correspond with D. Hunter, K&E team and with Alix re intercompany settlement analysis (1.1) and develop outline for same (1.2).
03/20/25	Derek I. Hunter	4.50	Conferences with M. Levine, K&E team, company advisors re work in process, plan issues (1.2); correspond with M. Levine, K&E team re same (.8); review, analyze, and revise work product and analyses re same (.8); analyze deal considerations and related issues (1.2); conference, correspond with M. Levine, K&E team re privileged analyses (.5).
03/20/25	Sarah Jones	0.80	Correspond with B. Messing re confirmation issues (.3); draft summary re same (.5).
03/20/25	Sarah Jones	0.10	Conference with J. Black re confirmation issues.
03/20/25	Sarah Jones	2.60	Research confirmation issues (2.0); conference with O. Gozal re same (.6).
03/20/25	Sarah Jones	4.30	Research re confirmation issues (3.9); correspond with B. Messing re same (.4).
03/20/25	Constantina Leodis	4.10	Review, analyze term sheet and draft issues list (3.4); correspond with A. Mohamed and J. Dickson, K&E team re term sheet (.7).
03/20/25	Maddison Levine	2.80	Review, revise motion to reset confirmation dates and deadlines (.7); review, analyze precedent re same (.2); correspond and conference with B. Nakhaimousa, Z. Shahar re same (.3); review, revise plan supplement notice, related documents (.6); review, revise 9019 plan notice (.2); review, revise intercompany settlement presentation (.3); review, analyze issues, materials re same (.2); correspond and telephone conference with D. Hunter, K&E team, Company advisors re same (.3).

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
 Matter Number: 58395-4

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03/20/25	Dominick Vito Manetta	4.40	Draft, revise plan supplement summary (.6); research re DIP defaults, RSA termination (3.3); conference with I. Thakran re same (.5).
03/20/25	Brian Messing	10.20	Review, analyze summary re insider status for plan voting (.4); correspond with S. Jones re same (.1); review, analyze precedent re same (1.1); review, analyze precedent re confirmation issues (3.8); revise summary re same (2.4); telephone conferences with J. Black re same (.5); conference with L. Tur-Sinai Gozal, S. Jones re same (.2); correspond with J. Black, K&E team re same (1.4); conference with J. Black, L. Tur-Sinai Gozal re same (.3).
03/20/25	Adam Mohamed	2.00	Review, analyze take back term loan term sheet.
03/20/25	Brian Nakhaimousa	2.10	Review, analyze research re confirmation issues.
03/20/25	Brian Nakhaimousa	2.10	Review, revise motion to stay litigation and expedite voting (.9); correspond with Z. Ben Shahar, K&E team re same (.1); conference with Z. Ben Shahar, M. Levine re same (.4); conference with D. Hunter, K&E team re Plan (.3); correspond with M. Advani, K&E team re RTM (.2); review, analyze same (.2).
03/20/25	Sarah Osborne	11.20	Research re exclusivity reply (3.9); draft same (3.9); review, revise same (2.9); telephone conference with 1L lenders PH team, M. Levine, K&E team re plan supplement (.5).
03/20/25	Joshua Raphael	5.40	Review, revise presentation re settlement (3.5); review, analyze plan (.6); conference with M. Levine re same (.1); conference with B. Nakhaimousa, K&E team re settlement and strategic considerations (1); review, analyze correspondence re same (.2).
03/20/25	Michael A. Sloman	2.00	Review, revise outline re exclusivity reply (.8); research, analyze considerations re same (1.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/20/25	Josh Sussberg, P.C.	1.10	Correspond with N. Greenblatt, K&E team re settlement status (.2); review, analyze PH letter (.2); correspond with N. Greenblatt, K&E team re same (.1); telephone conference with independent director (.3); telephone conference with Ducera re same (.2); telephone conference with independent director re same (.1).
03/20/25	Ishaan G. Thakran	3.90	Research re RSA, Plan, DIP mechanics, related issue (3.2); conference with D. Manetta re same (.5); correspond with M. Levine, K&E team re same (.2).
03/20/25	Luz Tur-Sinai Gozal	5.70	Conference with J. Black, K&E team re workstream updates (.1); review HoldCo Credit Agreement re reimbursement of funds and agent fee use (.7); conference with B. Messing re 550(a) (.2); research 550(a)(1) (1.4); conference with J. Black, B. Messing re 550 arguments (.3); research dominion and control case law re 550 (1.6); correspond with D. Hunter, J. Black, B. Messing re same (.4).
03/21/25	Ziv Ben-Shahar	12.50	Revise settlement notice (.4); draft, revise amended scheduling motion (3.9); analyze issues re same (1); analyze issues re solicitation (.4); correspond with Alix team, Kroll team re same (.3); conference with Kroll team re solicitation (.3); correspond with B. Nakhaimousa, K&E team re amended confirmation schedule (.2); revise motion to shorten notice (3.8); analyze preliminary voting results re solicitation (.2); revise amended scheduling motion (2).
03/21/25	Sloane Bessey	0.40	Revise notice re revised plan and 9019 plan settlement.
03/21/25	Jacob E. Black	5.20	Analyze, evaluate confirmation, related issues (2.1); correspond with B. Messing, K&E team re same (.9); draft, revise summary re confirmation, related issues (2.2).
03/21/25	Caroline Buthe	7.30	Revise presentation re settlement (3.9); review, analyze background materials re same (3.2); telephone conference with J. Raphael re same (.2).
03/21/25	James B. Dickson	0.80	Review and comment on takeback debt term sheet and related issues list.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

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03/21/25	Nicole L. Greenblatt, P.C.	3.20	Conference internally re response to 1L letter and analysis re same (1.0); confer and correspond re investigation matters (1.0); telephone conferences with Akin re same (.5); further correspondence re board settlement matters (.7).
03/21/25	Derek I. Hunter	5.60	Conferences with M. Levine, K&E team, Company advisors re work in process, plan issues (1.4); correspond with M. Levine, K&E team, Company advisors re same (1.1); review, analyze, and revise work product and analyses re same (1.5); analyze deal considerations and related issues (1); conference with M. Levine, K&E team re privileged analyses (.6).
03/21/25	Maddison Levine	0.80	Correspond and conference with LW re default interest (.3); research re same (.3) review, analyze warrants term sheet (.1); correspond with D. Maliniak re same (.1).
03/21/25	Drew Maliniak	3.70	Review and revise warrant term sheet (2.9); correspond with M. Levine, S. OHargan and J. Cloutier re same (.8).
03/21/25	Dominick Vito Manetta	3.30	Research re bankruptcy default interest rates.
03/21/25	Brian Messing	3.00	Revise confirmation issues outline (.7); review, analyze precedent re confirmation issues (1.6); correspond with J. Black, K&E team re same (.7).
03/21/25	Adam Mohamed	1.00	Review, analyze take back term loan term sheet.
03/21/25	Brian Nakhaimousa	1.40	Review, analyze Freedom Lender Group settlement term sheet (.1); review, revise motion to expedite re amended scheduling motion (.9); correspond with Z. Ben-Shahar, M. Levine re same (.1); correspond with M. Levine, K&E team re RSA (.1); review, analyze same (.1); correspond with S. Jones re confirmation research (.1).
03/21/25	Brian Nakhaimousa	0.10	Correspond with C. Leodis, K&E team, Alix team, Ducera team re take-back term sheet.
03/21/25	Sarah Osborne	5.80	Draft exclusivity reply (2.9); review, revise same (2.3); correspond with M. Sloman re same (.2); review, revise intercompany settlement slides (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/21/25	William T. Pruitt	0.60	Review and analyze D&O insurance policies re settlement considerations (.2); correspond with A. Prather re same (.2); correspond with C. Buthe re same (.2).
03/21/25	Joshua Raphael	0.70	Review, analyze, revise Plan (.5); review, analyze correspondence re insurance re settlement considerations (.1); correspond with M. Levine, K&E team re same (.1).
03/21/25	Michael A. Sloman	1.80	Review, revise exclusivity reply.
03/21/25	Josh Sussberg, P.C.	0.60	Telephone conference with Company re settlement status (.1); telephone conference with independent director re same (.1); correspond with PH re settlement status (.1); correspond with N. Greenblatt, K&E team re letter response to 1L lenders and next steps (.3).
03/22/25	Ziv Ben-Shahar	0.70	Analyze issues re motion to shorten notice.
03/22/25	Caroline Buthe	3.10	Revise settlement presentation (2.9); conference with J. Sussberg, K&E team, Company re same (.2).
03/22/25	Jacqueline Cloutier	0.60	Review and revise warrant term sheet.
03/22/25	Nicole L. Greenblatt, P.C.	3.20	Review and comment on intercompany settlement analysis materials and correspond with team re same (1.2); review and comment on letter to 1Ls and materials for boards and internal correspondence re same (1.0); telephone conferences with board committee re status and next steps (1.0).
03/22/25	Keli Huang	2.00	Review, revise warrants term sheet.
03/22/25	Derek I. Hunter	2.30	Conference with J. Sussberg, K&E team, Company re status, next steps (.5); review, analyze, and revise work product and analyses re same (1.0); correspond with M. Levine, K&E team, Company advisors re work in process, plan issues (.8).
03/22/25	Sarah Jones	0.30	Research re adequate protection and confirmation issues.
03/22/25	Maddison Levine	1.00	Review, analyze plan supplement issues (.2); review, analyze warrants term sheet re same (.3); correspond with Company re same (.2); review, analyze corporate governance term sheet, related issues (.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/22/25	Drew Maliniak	0.80	Correspond with J. Cloutier and B. Nakhaimousa re plan amendments re warrant issuances.
03/22/25	Brian Messing	0.10	Correspond with J. Raphael, K&E team re adequate protection outline, related materials.
03/22/25	Brian Nakhaimousa	2.40	Review, analyze research re confirmation issues (1.0); correspond with J. Black, K&E team re same (.1); review, revise RTM (.6); correspond with N. Warther, K&E team re same (.1); review, analyze precedent re retained causes of action schedule (.2); correspond with M. Levine, K&E team re same (.2); conference with M. Levine re same (.1); correspond with D. Maliniak re settlement term sheet (.1).
03/22/25	Brian Nakhaimousa	0.70	Conference with M. McKane, K&E team, PKB re investigation matters (.5); conference with M. Levine, D. Hunter re same (.2).
03/22/25	Shawn OHargan, P.C.	0.50	Review, revise warrant term sheet.
03/22/25	Sarah Osborne	0.20	Review, analyze issues re plan supplement.
03/22/25	Joshua Raphael	4.30	Review, revise presentation re intercompany settlement (1.3); review, revise plan (1.3); correspond with M. Levine re FRG governance, analyze same (.2); review, revise presentation (1.2); correspond with C. Buthe re presentation (.1); attend management conference re same (.2).
03/22/25	Josh Sussberg, P.C.	1.90	Telephone conference with PH re settlement status (.1); telephone conference with C. Meyer re same (.1); telephone conference with independent director (.1); telephone conference with N. Greenblatt re same (.2); telephone conference with W&C re same (.1); telephone conference with Company re same (.3); review analyze 2L lenders proposal (.2); review and revise letter to 1L lenders and correspond re same (.6); correspond with N. Greenblatt, K&E team re litigation schedule (.1); correspond with N. Greenblatt, K&E team re intercompany claims settlement (.1).
03/23/25	Matt Advani	0.50	Review, revise RTM.
03/23/25	Ziv Ben-Shahar	3.10	Revise motion to shorten notice.
03/23/25	Kai Michael Fenty	1.00	Review, revise RTM.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

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03/23/25	Derek I. Hunter	2.00	Telephone conference with Company, M. Levine K&E team re case strategy, next steps (.5); correspond with M. Levine, K&E team, Company advisors re work in process, plan issues (.5); review, analyze, and revise work product and analyses re same (1.0).
03/23/25	Maddison Levine	0.70	Review, revise plan supplement tracker (.4); correspond with S. Osborne, K&E team re same (.3).
03/23/25	Dominick Vito Manetta	0.40	Draft revise plan supplement summary.
03/23/25	Brian Nakhaimousa	0.20	Correspond with N. Warther, K&E team re RTM (.1); conference with N. Warther re same (.1).
03/23/25	Brian Nakhaimousa	0.70	Review, revise exclusivity extension reply.
03/23/25	Sarah Osborne	2.00	Review, revise exclusivity motion (1.6); review, revise plan supplement notice (.4).
03/23/25	Joshua Raphael	5.80	Correspond with S. Osborne, K&E team re plan supplement tracker (.1); review, revise OpCo Litigation Trust Agreement (3.9); review, analyze precedent re same (1.8).
03/23/25	Michael A. Sloman	3.40	Review, revise exclusivity reply.
03/23/25	Josh Sussberg, P.C.	1.10	Telephone conference with PH re plan status and next steps (.3); correspond with same re potential plan changes (.3); telephone conference with Company re same (.1); call with N. Greenblatt re same (.1); telephone conference with Ducera re status (.2); telephone conference with Lazard re same (.1).
03/24/25	Matt Advani	0.60	Review, analyze plan re structure slides and RTM.
03/24/25	Matt Advani	3.80	Review and revise warrant term sheet re tax issues (.6); review and revise OpCo Debtor litigation trust agreement re tax considerations (3.2).
03/24/25	Ziv Ben-Shahar	2.30	Analyze issues re solicitation (1.3); correspond with Kroll team re service of ballots (.3); correspond with claimants re ballots (.5); analyze voting report (.2).
03/24/25	Jacob E. Black	3.20	Research re confirmation, related issues (2.8); correspond with B. Messing, K&E team re same (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/24/25	Jacqueline Cloutier	1.70	Review and revise warrants term sheet (1.2); telephone conference with B. Nakhaimousa, K&E and PH teams re tax and structuring considerations related to warrants (.5).
03/24/25	James B. Dickson	0.50	Review and comment on takeback debt term sheets and process.
03/24/25	Kai Michael Fenty	2.00	Review, revise litigation trust agreement (1.9); correspond with J. Raphael, K&E team re same (.1).
03/24/25	Jeffrey Ross Goldfine	0.20	Telephone conference with D. Hunter, K&E team, PH team re litigation, settlement issues.
03/24/25	Jeffrey Ross Goldfine	0.80	Telephone conference with M. McKane, N. Greenblatt, J. Sussberg, K&E team re settlement (.4); review, analyze considerations re Wartell investigation (.2); telephone conference with M. McKane, K&E team and Petrillo re litigation status (.2).
03/24/25	Nicole L. Greenblatt, P.C.	1.50	Conference with Company, Company advisors, D. Hunter, K&E team re work in process, settlement status, next steps (1.0); correspond with D. Hunter, K&E team re open issues re settlement and next steps (.5).
03/24/25	Derek I. Hunter	4.20	Conferences with M. Levine, K&E team, company advisors re work in process, plan issues (1.1) correspond with M. Levine, K&E team re same (.9); review, analyze, and revise work product and analyses re same (1.0); analyze deal considerations and related issues (1.0); correspond with M. Levine, K&E team re privileged analyses (.2).
03/24/25	Sarah Jones	2.30	Research re confirmation issues.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/24/25	Maddison Levine	3.60	Review, revise exclusivity reply (.4); correspond with S. Osborne, K&E team re same (.3); review, analyze precedent re same (.2); review, revise plan supplement summary (.3); correspond with B. Nakhaimousa, K&E team re same (.2); review, revise plan supplement documents (.4); review, analyze issues re same (.2); correspond with D. Maliniak, K&E team re same, open items (.2); review, revise amended plan (.5); correspond and conferences with B. Nakhaimousa, K&E team re same (.3); review, analyze issues re same (.2); review, revise stipulation re ABL exit facility (.2); correspond with Q. Wetzel, LW, PH re same (.1); review, analyze term sheet re same (.1).
03/24/25	Drew Maliniak	5.00	Correspond with M. Levine re plan supplement filing status, latest transaction economic terms (.3); review, analyze same (2.4); review, analyze steps plan for restructuring steps memorandum (1.1); review corporate governance term sheet and warrant agreement for plan supplement (.7); telephone conference with M. Levine, K&E team re treatment of warrants and GUCs (.5).
03/24/25	Dominick Vito Manetta	5.10	Draft, revise litigation trust agreement (1.1); research re same (3.3); telephone conference with M. Levine, K&E team re same (.4). draft, revise plan supplement tracker (.3);.
03/24/25	Mark McKane, P.C.	2.30	Prepare for conference re potential plan amendment and settlement terms (1.8); telephone conference with Petrillo team (.5).
03/24/25	Mark McKane, P.C.	0.60	Telephone conference with Ducera team, Alix team, D. Hunter, K&E team re litigation, settlement updates.
03/24/25	Brian Nakhaimousa	0.50	Conference with J. Raphael, M. Levine re Plan.
03/24/25	Brian Nakhaimousa	0.20	Review revised exclusivity reply.
03/24/25	Brian Nakhaimousa	1.30	Further review, revise exclusivity reply (.8); review, analyze precedent re same (.5).
03/24/25	Brian Nakhaimousa	0.20	Correspond with J. Raphael, K&E team re Plan.
03/24/25	Brian Nakhaimousa	1.80	Review, revise exclusivity extension reply (1.7); correspond with M. Levine re same (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/24/25	Brian Nakhaimousa	1.30	Review, revise OpCo Litigation Trust Agreement (1.2); correspond with J. Raphael, K&E team re same (.1).
03/24/25	Brian Nakhaimousa	1.00	Analyze plan supplement issues.
03/24/25	Brian Nakhaimousa	0.20	Conference with K&E team, Petrillo team re investigation, settlement matters.
03/24/25	Brian Nakhaimousa	0.20	Correspond with J. Raphael, K&E team re RTM.
03/24/25	Shawn OHargan, P.C.	1.20	Conference with M. McKane, K&E team, Petrillo team re investigation, settlement matters.
03/24/25	Shawn OHargan, P.C.	1.00	Review, analyze litigation trust documents.
03/24/25	Sarah Osborne	1.90	Review, revise plan supplement (.8); review, revise retained causes of action re plan supplement (.6); telephone conference with Ducera team, Alix team, M. Levine, K&E team re plan structure (.5).
03/24/25	Sarah Osborne	6.30	Draft exclusivity reply (2.4); review, revise same (2.9); research re same (.8); correspond with M. Sloman, K&E team re same (.2).
03/24/25	Sarah Osborne	0.40	Telephone conference with M. Levine, K&E team, PH team re plan supplement.
03/24/25	William T. Pruitt	0.20	Correspond with J. Rafael re Plan.
03/24/25	Michael A. Sloman	1.90	Review, revise exclusivity reply.
03/24/25	Josh Sussberg, P.C.	0.60	Telephone conference with PH re settlement status (.1); telephone conference with independent director re same (.1); telephone conference with Company re settlement status (.1); correspond with N. Greenblatt re settlement for 2L lenders and next steps (.3).
03/25/25	Ziv Ben-Shahar	2.10	Correspond with B. Nakhaimousa re disclosure statement order (.2); correspond with YC team re omnibus hearing dates (.4); correspond with Kroll, YC team re solicitation, Plan Supplement notice (.5); analyze issues re same (1.0).
03/25/25	Jacob E. Black	6.90	Research re confirmation, related issues (4.6); correspond with L. Gozal, K&E team re same (.6) draft, revise summary re confirmation, related issues (1.7).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	Jacqueline Cloutier	2.90	Telephone conference with D. Maliniak re OpCo trust agreement (.5); review and revise corporate governance term sheet (.8); review and revise OpCo trust agreement (.8); review and revise warrants term sheet (.8).
03/25/25	Thad W. Davis, P.C.	0.60	Telephone conference with N. Warther, K&E team re tax issues re claims trust (.4); review, analyze precedent re same (.2).
03/25/25	Kai Michael Fenty	0.50	Review, revise trust agreement re tax considerations.
03/25/25	Nicole L. Greenblatt, P.C.	1.50	Review, analyze open issues, related strategy and next steps re confirmation, settlement (1.2); correspond with D. Hunter, K&E team re same (.3).
03/25/25	Derek I. Hunter	5.00	Conferences with M. Levine, K&E team, Company advisors re work in process, plan issues (1.5); correspond with M. Levine, K&E team re same (.5); review, analyze, and revise work product and analyses re same (1); analyze deal considerations and related issues (1); correspond with M. Levine, K&E team re privileged analyses (1.0).
03/25/25	Sarah Jones	0.50	Conference with J. Black re confirmation issues.
03/25/25	Maddison Levine	0.40	Review, revise plan supplement documents.
03/25/25	Maddison Levine	1.40	Review, revise plan supplement documents (.4); review, analyze issues re same (.2); correspond with B. Nakhaimousa, K&E team re same, open items (.3); review, analyze warrants issues (.2); correspond with D. Maliniak re same (.1); review, analyze warrant structure, related calculations (.2).
03/25/25	Drew Maliniak	5.20	Review and revise trust agreement (1.1); review and revise corporate governance term sheet, comparing to precedent (3.1); correspond with M. Levine and J. Cloutier re same (.7); telephone conference with Company with Company, M. Levine re status update (.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	Dominick Vito Manetta	7.40	Draft, revise plan supplement summary (.6); research re post-petition interest (1.6); draft, revise opco litigation trust (1.1); draft Freedom HoldCo Litigation Trust agreement (2.6); review, analyze background re same (1.5).
03/25/25	Brian Messing	1.10	Revise confirmation outline (.7); conference with J. Black, L. Tur-Sinai Gozal, S. Jones re confirmation matters (.4).
03/25/25	Brian Nakhaimousa	1.40	Review, revise exclusivity reply (1.3); conference with Company re prepetition intercreditor agreement (.1).
03/25/25	Brian Nakhaimousa	3.90	Correspond with S. Osborne, J. Raphael re Plan Supplement (.1); correspond with Ducera, Alix re Plan (.1); review, revise exclusivity reply (.3); correspond with S. Osborne, K&E team re same (.1); correspond with J. Raphael, K&E team re governance term sheet (.2); review, revise litigation trust agreement (.4); correspond with J. Raphael, K&E team re same (.1); correspond with J. Goldfine re settlement status (.1); correspond with YC re Plan Supplement (.2); conference with same re same (.3); conference with Akin re expert report (.2); correspond with Akin re same (.1); correspond with J. Goldfine re same (.1); correspond with Kroll re solicitation matters (.2); correspond with D. Hunter re Plan (.2); correspond with M. Advani, K&E team re RTM (.1); correspond with Z. Ben-Shahar re Plan Supplement (.3); correspond with J. Cloutier, K&E team re warrant term sheet (.2); review, analyze precedent re same (.2); correspond with Company re 1L term sheet (.1); correspond with K. Huang re same (.1); conference with J. Raphael re litigation trust agreement (.1); review, revise Plan Supplement materials (.1).
03/25/25	Shawn OHargan, P.C.	1.30	Review, analyze governance term sheet.
03/25/25	Shawn OHargan, P.C.	0.50	Telephone conference with Ducera, Alix, K&E team re governance term sheet.
03/25/25	Sarah Osborne	3.60	Review, revise exclusivity reply (2.9); correspond with M. Sloman, K&E team re same (.2); further revise same (.5).

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
 Matter Number: 58395-4

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03/25/25	Sarah Osborne	3.80	Review, revise plan supplement notice (.9); coordinate documents for same (.3); correspond with M. Levine, K&E team, AP, Ducera teams re same (.3); review, revise summary re same (.2); research re insurance language for plan (1.7); draft summary re same (.4).
03/25/25	William T. Pruitt	0.20	Review, analyze insurance provisions re plan (.1); correspond with D. Hunter re same (.1).
03/25/25	Joshua Raphael	5.40	Review, analyze, revise OpCo Litigation Trust Agreement (2.1); correspond, conference with B. Nakhaimousa, K&E team re same (.2); conferences with D. Vito re trust, plan supplement (.2); review, analyze plan precedent re insurance provisions (.7); review, analyze HoldCo Litigation Trust Agreement (1.9); review, analyze correspondence re same (.1); correspond with S. Osborne, K&E team re same (.2).
03/25/25	Michael A. Sloman	2.40	Review, revise exclusivity reply.
03/25/25	Nicholas Warther	1.80	Review and revise restructuring transactions memorandum (1.1); correspond with M. Advani, K&E team re same (.4); review and revise warrant agreement re tax considerations (.3).
03/26/25	Matt Advani	2.20	Correspond with N. Warther re restructuring transactions memorandum (.3); revise restructuring transactions memorandum (.8); review and revise litigation trust agreement re tax issues (1.0); conference with J. Raphael re litigation trust agreement tax issues (.1).
03/26/25	Ziv Ben-Shahar	2.50	Analyze issues re solicitation (1.3); correspond with Kroll team re service of ballots (.2); correspond with claimants re ballots (.4); correspond with D. Hunter, K&E team re service of plan supplement (.6).
03/26/25	Jacob E. Black	5.50	Telephone conferences with L. Gozal, K&E team re confirmation, related issues (.5); correspond with L. Gozal, K&E team re confirmation, related issues (1.2); analyze, evaluate confirmation, related issues (3.8).
03/26/25	Jacqueline Cloutier	3.30	Review and revise warrants term sheet (.8); review and revise corporate governance term sheet (2.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/26/25	James B. Dickson	0.50	Review and comment on takeback debt term sheets and related items.
03/26/25	Kai Michael Fenty	2.00	Review and analyze term sheet.
03/26/25	Jeffrey Ross Goldfine	0.60	Telephone conferences with N. Greenblatt, M. McKane and K&E team re plan and next steps.
03/26/25	Nicole L. Greenblatt, P.C.	2.80	Conferences with management team and Akin re plan supplement and summary re Wartell report for same (2.1); correspond with Akin, Company, D. Hunter, K&E team re Wartell findings (.7).
03/26/25	Derek I. Hunter	4.90	Conferences with M. Levine, K&E team, company advisors re work in process, related confirmation issues (1.2); correspond with M. Levine, K&E team re same (.8); review, analyze, and revise work product and analyses re same (1.0); analyze deal considerations and related issues (1.0); correspond with M. Levine, K&E team re privileged analyses (.9).
03/26/25	Constantina Leodis	1.50	Review, analyze to 1L term sheet (.5); revise 1L term sheet issues list (.7); conference re open items with B. Nakhaimousa, K&E team re term sheet (.2); correspond re term sheet with M. Levine, K&E team (.1).
03/26/25	Maddison Levine	6.30	Review, revise plan supplement notice and documents (1.1); review, analyze issues re same (.6); correspond and conferences with B. Nakhaimousa, K&E team, YCST, Alix, PH re same (.3); telephone conference with UCC re same, litigation trust agreement (.4); review, revise exclusivity reply (.8); correspond with S. Osborne, K&E team re same (.3); review, revise amended plan (1.1); correspond and conferences with B. Nakhaimousa, K&E team re same, open items (.6); review, analyze term sheets re same (.3); review, revise exit financing stipulation (.7); conference with LW re same (.1).
03/26/25	Drew Maliniak	3.10	Review and revise warrant term sheet (.4); review and revise corporate governance term sheet (1.7); correspond with J. Raphael and S. Osborne and PH team re same (.7); correspond with M. Levine re deal status (.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

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03/26/25	Dominick Vito Manetta	5.40	Draft, revise plan supplement summary (.5); draft, revise Freedom HoldCo Debtor litigation trust agreement (2.9); review background re same (1.2); correspond with B. Nakhaimousa, K&E team, YC team, PH team, PSZJ team re same (.8).
03/26/25	Brian Nakhaimousa	5.70	Review, revise HoldCo litigation trust agreement (.4); review, revise Plan (.3); review, revise exclusivity reply (.1); conference with D. Hunter, M. Levine, Paul Hastings re Plan Supplement (.5); correspond with Akin re Plan Supplement re findings of Wartell report (.4); correspond with Z. Ben-Shahar re same (.2); correspond with counsel to landlord re admin claim motion (.2); correspond with Akin, Conflicts Committee re 1L settlement proposal (.3); correspond with board re settlement proposal (.1); correspond with board re same (.1); correspond with Z. Ben-Shahar re Plan Supplement (.2); review, revise litigation trust agreement (.9); correspond with J. Raphael, K&E team re same (.1); correspond with Kroll re filing of Plan Supplement (.1); correspond with AlixPartners re Plan Supplement (.1); correspond with K. Huang, K&E team re Plan (.2); review, analyze finalize plan supplement (.9); correspond with D. Manetta, K&E team re same (.3); correspond with J. Sussberg, K&E team re Wartell summary report (.1); correspond with Company re same (.1); correspond with J. Black, K&E team re confirmation brief (.1).
03/26/25	Sarah Osborne	9.90	Review, revise plan supplement (2.1); review, revise trust agreements for same (1.4); coordinate documents re same (.7); review, revise documents re same (1.1); compile and coordinate filing re same (.7); research re exclusivity reply (2.1); review, revise same (1.8).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/26/25	Joshua Raphael	13.40	Review, revise HoldCo Litigation Trust Agreement (3.9); review, revise plan (3.5); conference with B. Nakhaimousa re same (.1); correspond re same (.1); conference with M. Advani, K&E team re same (.1); review, revise plan (3.1); review, analyze, revise plan supplement, related documents (1.2); correspond with B. Nakhaimousa, K&E team re same (.2); conference with R. Golden re plan, APA (.5); conferences, correspondence re plan, plan supplement (.7).
03/26/25	Michael A. Sloman	1.50	Review, revise exclusivity reply.
03/26/25	Josh Sussberg, P.C.	0.40	Correspond with B. Nakhaimousa, K&E team re settlement and director report.
03/26/25	Luz Tur-Sinai Gozal	0.60	Telephone conference with J. Black re confirmation issue (.4); correspond with J. Black re same (.2).
03/26/25	Nicholas Warther	1.30	Review and revise RTM and plan documents (.6); correspond with M. Advani, K&E team re same (.7).
03/27/25	Devika M. Balaram	2.90	Review and revise draft reply in support of motion to extend exclusivity period.
03/27/25	Ziv Ben-Shahar	0.90	Analyze issues re solicitation (.4); correspond with Kroll team, B. Nakhaimousa re same (.5).
03/27/25	Jacob E. Black	3.30	Analyze, evaluate confirmation, related issues (2.9); correspond with B. Messing re same (.2); telephone conferences with B. Messing re same (.2).
03/27/25	Julia F. Burnson	1.10	Draft confirmation brief.
03/27/25	Jacqueline Cloutier	2.30	Telephone conference with D. Maliniak, S. OHargan and K. Huang re warrant term sheet (.5); review and revise Plan (1.8).
03/27/25	Nicole L. Greenblatt, P.C.	2.70	Conference with board, D. Hunter, K&E team re settlement, related matters (.5); prepare for same (.5); conference with Company advisors, Company, D. Hunter, K&E team re status, next steps, open issues (1.0); review, review, presentation materials re settlement (.5); correspond with S. Osborne, K&E team re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/27/25	Derek I. Hunter	5.80	Conferences with M. Levine K&E team, company advisors re work in process, plan issues (1.7); correspond with M. Levine, K&E team re same (.3); review, analyze, and revise work product and analyses re same (1.4); analyze deal considerations and related issues (1.7); correspond with M. Levine, K&E team re privileged analyses (.7).
03/27/25	Maddison Levine	1.70	Review, analyze exit financing issues, default interest research (.4); review, revise summary re same (.4); review, analyze letter of credit issue (.3); correspond with Company re same (.2); review, analyze RSA (.3); correspond with B. Nakhaimousa re same (.1).
03/27/25	Drew Maliniak	2.90	Review and revise plan of reorganization re economic provisions related to warrant and new common equity waterfall re second lien lenders (1.1); correspond with J. Cloutier and S. OHargan re same (.7); telephone conference with D. Hunter, K&E team re advisor diligence workstreams and Company negotiating strategy (.8); correspond with PH re cleansing asset purchase agreement (.3).
03/27/25	Brian Messing	8.20	Review, analyze precedent confirmation briefs (2.2); draft summary chart re same (.4); telephone conferences with J. Black re same (.4); draft, revise adequate protection objection (3.7); review, analyze draft re same (.4); correspond with L. Tur-Sinai Gozal re same (.2); review, analyze, revise point-counterpoint analysis re adequate protection motion (.9).
03/27/25	Brian Nakhaimousa	1.90	Correspond with Company re investigation reports (.2); correspond with Z. Ben-Shahar re solicitation matters (.4); correspond with D. Balaram re supplemental brief (.1); review, revise Plan (1.1); correspond with J. Raphael, K&E team re same (.1).
03/27/25	Sarah Osborne	4.90	Draft board presentation re settlement structure (2.4); review, revise same (.8); telephone conference with D. Hunter, K&E team re plan revisions (1.7).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

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03/27/25	Joshua Raphael	8.70	Review, revise plan (3.5); conferences with B. Nakhaimousa, M. Levine re same (1.5); correspond re same (.4); further revise plan re comments to same (3.3).
03/27/25	Josh Sussberg, P.C.	0.50	Telephone conference with independent director re case, settlement status (.1); correspond with independent director re same (.1); telephone conference with W&C re settlement status and next steps (.3).
03/27/25	Luz Tur-Sinai Gozal	0.10	Correspond with J. Black re precedent re confirmation issues.
03/27/25	Michael Leonard Urschel, P.C.	0.50	Conference with B. Nakhaimousa, K&E team re emergence, sale matters.
03/27/25	Matthew Calloway Walker	1.40	Review, analyze report of independent directors of Franchise Group.
03/28/25	Jacob E. Black	3.80	Correspond with B. Messing, K&E team re confirmation, related issues (.7); analyze, evaluate confirmation, related issues (3.1).
03/28/25	Jacqueline Cloutier	0.50	Review and revise plan re securities considerations.
03/28/25	Nicole L. Greenblatt, P.C.	2.50	Conference with D. Hunter, K&E team, Akin, Petrillo, board re open issues and settlement matters (1.0); conference and correspond with D. Hunter, K&E team, advisors re conflict matters, related strategy, next steps (1.5).
03/28/25	Derek I. Hunter	6.60	Conferences with M. Levine, K&E team, company advisors re work in process, related confirmation issues (1.4) correspond with M. Levine, K&E team re same (.6); review, analyze, and revise work product and analyses re same (2.0); analyze deal considerations and related issues (2.0); correspond with M. Levine, K&E team re privileged analyses (.6).
03/28/25	Maddison Levine	3.50	Review, revise exclusivity reply (.6); review, analyze issues re same (.4); review, analyze settlement term sheet (.3); draft summary re same (.4); correspond and conferences with D. Hunter, Company, Company advisors re same (.3); correspond with Petrillo re same, investigation (.4); review, analyze supplemental brief (.2); review, revise amended plan (.6); review, analyze issues re same (.2); correspond and conferences with J. Raphael, K&E team re same (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/28/25	Drew Maliniak	1.30	Review plan re new warrants and common stock for second lien lenders (.7); correspond with J. Raphael re: Plan and Vitamin Shoppe sale considerations (.6).
03/28/25	Mark McKane, P.C.	0.80	Review, comment on reply in support of exclusivity extension (.7); correspond with S. Osborne, K&E team re same (.1).
03/28/25	Brian Nakhaimousa	3.90	Review, revise settlement term sheet (3.8); correspond with D. Hunter, K&E team re same (.1).
03/28/25	Brian Nakhaimousa	1.90	Review, analyze revise exclusivity reply (.8); conference with S. Osborne, K&E team re Plan (1.1).
03/28/25	Brian Nakhaimousa	1.00	Conference with Akin, board, J. Sussberg, K&E team, Petrillo re settlement matters.
03/28/25	Sarah Osborne	3.80	Review, revise exclusivity reply (2.3); review, revise settlement term sheet (.4); telephone conference with B. Nakhaimousa, K&E team re plan revisions (1.1).
03/28/25	Joshua Raphael	3.50	Review, revise plan (.4); correspond with D. Maliniak re same (.1); conference with D. Hunter, K&E team re plan (1.1); review, analyze presentation re intercompany settlement (.2); review, revise plan (1.3); conference, correspondence with M. Levine, K&E team re same (.1); correspond with N. Warther, K&E team re plan (.2); correspond with Ducera re plan (.1).
03/28/25	Michael A. Sloman	0.50	Review, revise exclusivity reply.
03/28/25	Josh Sussberg, P.C.	0.60	Telephone conference with N. Greenblatt re case strategy, next steps (.2); correspond with PH, N. Greenblatt re same (.1); telephone conference with Company re case strategy, next steps (.1); correspond with N. Greenblatt, K&E team re settlement status (.2).
03/29/25	Nicole L. Greenblatt, P.C.	1.50	Review, analyze open issues re settlement (1.0); conference with J. Sussberg re strategy, next steps (.2); correspond with J. Sussberg re same (.2); correspond with same, PH re same (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

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03/29/25	Maddison Levine	3.70	Review, analyze APA, related issues (.4); review, revise sale motion and order (2.4); correspond and conferences with R. Golden, K&E team re same (.4); review, analyze credit bid waiver (.3); correspond with B. Nakhaimousa re same (.2).
03/29/25	Brian Messing	0.20	Revise confirmation outline.
03/29/25	Brian Nakhaimousa	0.40	Review, revise exclusivity reply (.3); correspond with M. Levine, K&E team re same (.1).
03/29/25	Sarah Osborne	4.40	Review, revise exclusivity reply (2.1); correspond with M. Levine, K&E team re same (.4); draft exclusivity reply (1.4); further revise same (.5).
03/29/25	Joshua Raphael	0.80	Review, revise amended plan re intercompany settlement.
03/29/25	Michael A. Sloman	0.60	Review, revise exclusivity reply.
03/29/25	Josh Sussberg, P.C.	1.60	Telephone conference with independent director re status (.1); review Holdco intercompany settlement proposal (.2); review and revise exclusivity reply and correspond re same (.4); call with independent director re intercompany settlement (.1); correspond with N. Greenblatt, K&E team re same and comments to same (.4); conferences with PH re intercompany claims and correspond with N. Greenblatt, K&E team re same (.4).
03/30/25	Nicole L. Greenblatt, P.C.	2.50	Conference with M. Levine, K&E team re settlement, strategy and other related issues (.5); correspond with M. Levine, K&E team, company advisors re work in process, related confirmation issues (1.0); review, analyze, and revise work product and analyses re same (1.0).
03/30/25	Derek I. Hunter	1.50	Conference with N. Greenblatt, K&E team re settlement, strategy and other related issues (.5); review, analyze, and revise work product and analyses re confirmation, settlement, exclusivity (1.0).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/30/25	Maddison Levine	7.90	Review, revise settlement term sheet (1.5); review, analyze issues re same (1.1); correspond and conferences with D. Hunter, K&E team, Company advisors re same (.8); review, revise plan re same (1.8); correspond and conferences with B. Nakhaimousa, K&E team re same (1.2); review, revise exclusivity reply (.7); review, analyze precedent re same (.4); correspond and conferences with B. Nakhaimousa, K&E team re same (.4).
03/30/25	Brian Nakhaimousa	0.30	Review, revise exclusivity reply (.2); correspond with J. Raphael, K&E team re same (.1).
03/30/25	Brian Nakhaimousa	0.80	Correspond with M. Levine, K&E team re settlement matters (.2); conference with same re Plan (.6).
03/30/25	Brian Nakhaimousa	0.40	Conference with D. Hunter, K&E team, board re settlement matters.
03/30/25	Sarah Osborne	4.00	Review, revise exclusivity reply (3.6); review, revise settlement term sheet (.4).
03/30/25	Joshua Raphael	2.90	Conference with D. Hunter, K&E team, board re settlement matters.
03/30/25	Josh Sussberg, P.C.	2.10	Conference with Company re settlement (.3); call with Alix (.1); conferences with N. Greenblatt re same (.2); correspond with PH re same and review Freedom Lender proposal (.2); conference with N. Greenblatt, J. Goldstein and Isaac re intercompany settlement (.5); conference with board members re intercompany settlement (.4); conference with Company re status (.2); correspond with N. Greenblatt, K&E team re intercompany settlement term sheet (.1); correspond with N. Greenblatt, K&E team re exclusivity (.1).
03/31/25	Ziv Ben-Shahar	0.70	Correspond with J. Raphael, K&E team re Plan (.4); correspond with various counsel to landlords re same (.3).
03/31/25	Jacob E. Black	3.20	Analyze, evaluate confirmation, related issues (2.6); conference with B. Messing, K&E team re same (.5); correspond with B. Messing, K&E team re confirmation, related issues (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/31/25	Nicole L. Greenblatt, P.C.	5.70	Conferences with D. Hunter, K&E team, Company, Company advisors re settlement, exclusivity (1.5); conference with Alix re GUC analysis and trust beneficiary matters (1.0); review and comment on exclusivity reply (1.3); correspond with S. Osborne, K&E team re same (.1); conference with PH re letter to PIMCO (.5); conference with committee counsel re settlement discussions (.5); conference with Company advisors re release issues (.8).
03/31/25	Derek I. Hunter	4.90	Conferences and correspond with B. Nakhaimousa, K&E team, company advisors re work in process, settlement, confirmation (1.5); review, analyze, and revise work product and analyses re confirmation, settlement, exclusivity (1.1); correspond with M. Levine, K&E team re same (.4); analyze deal considerations and related issues (1.0); conference, correspond with M. Levine, K&E team re privileged analyses (.9).
03/31/25	Maddison Levine	3.10	Review, revise amended plan (.4); review, analyze issues re same (.3); review, revise notice of filing same (.2); correspond with YCST re same (.2); review, analyze plan term sheet (.3); correspond and conferences with B. Nakhaimousa, K&E team re same (.2); review, analyze RSA re deal issues (.2); correspond with D. Hunter, K&E team re same (.2); review, revise exclusivity reply (.2); review, analyze issues re same (.2); review, revise exit financing stipulation (.2); correspond with PH, LW re same (.2); review, analyze plan objections (.3).
03/31/25	Drew Maliniak	0.80	Review, revise corporate governance term sheet.
03/31/25	Brian Messing	0.30	Review, analyze term sheet, settlement re confirmation issues.
03/31/25	Brian Nakhaimousa	2.60	Review, revise Plan (2.5); correspond with J. Raphael re same (.1).
03/31/25	Brian Nakhaimousa	2.30	Review, revise Plan (1.0); conference with M. Levine, K&E team, YCST, Alix, Ducera re status, next steps, work in process (.5); review revised exclusivity reply (.8).

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050119798
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/31/25	Sarah Osborne	2.60	Review, revise exclusivity motion (2.4); compile, coordinate same for filing (.2).
03/31/25	Joshua Raphael	7.60	Review, analyze Plan (7.4); review, revise LTA (.2).
03/31/25	Josh Sussberg, P.C.	0.80	Correspond with M. Levine, K&E team re exclusivity (.3); correspond with M. Levine, K&E team re intercompany settlement and next steps (.3); conference with Company re status (.1); conference with PH re status (.1).
03/31/25	Ishaan G. Thakran	4.30	Conference with J. Black, K&E team re adequate protection objection (1.0); correspond with B. Messing, K&E team re same (.3); research re same (3.0).
Total		1,241.10	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119799
Client Matter: 58395-5

In the Matter of DIP Financing and Cash Collateral

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 196,477.50</u>
Total legal services rendered	\$ 196,477.50

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050119799
Matter Number: 58395-5

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ziv Ben-Shahar	3.30	1,195.00	3,943.50
Gursheen Cheema	3.90	1,065.00	4,153.50
James B. Dickson	9.30	1,815.00	16,879.50
Nicole L. Greenblatt, P.C.	1.50	2,595.00	3,892.50
Kathleen Vera Kinsella	3.20	1,525.00	4,880.00
Constantina Leodis	30.20	1,195.00	36,089.00
Maddison Levine	2.70	1,465.00	3,955.50
Dominick Vito Manetta	11.30	880.00	9,944.00
Brian Messing	2.80	1,065.00	2,982.00
Adam Mohamed	17.00	1,725.00	29,325.00
Brian Nakhaimousa	9.00	1,465.00	13,185.00
Scott Rolnik, P.C.	18.80	2,175.00	40,890.00
Michael A. Sloman	1.20	1,375.00	1,650.00
Ishaan G. Thakran	16.70	1,065.00	17,785.50
Quin Wetzel	6.50	1,065.00	6,922.50
TOTALS	137.40		\$ 196,477.50

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050119799
Matter Number: 58395-5

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Gursheen Cheema	3.90	Review lien search results (1.0); summarize, analyze same (2.9).
03/03/25	Constantina Leodis	0.70	Review and analyze lien searches (.5); correspond with B. Nakhaimousa, K&E team re DACA termination (.2).
03/03/25	Brian Nakhaimousa	0.10	Correspond with Q. Wetzel re professional fee reporting re DIP.
03/03/25	Scott Rolnik, P.C.	2.40	Review, analyze ABL term sheet.
03/04/25	James B. Dickson	0.50	Correspond with B. Nakhaimousa, K&E team re DIP financing and related collateral items.
03/04/25	Constantina Leodis	2.60	Review and analyze DIP credit agreement use of proceeds (.6); correspond with A. Mohamed, K&E team re same (.1); review and analyze EY debt memorandum (.8); correspond with 1L, 2L, ABL advisors re DACA termination (.3); correspond with A. Mohamed, J. Dickinson, K&E team re DIP, ABL (.5); correspond with B. Nakhaimousa, K&E team re same (.3).
03/04/25	Adam Mohamed	0.90	Review, analyze DIP credit agreement provisions re use of proceeds (.7); correspond with C. Leodis, K&E team re same (.2).
03/04/25	Brian Nakhaimousa	1.20	Conference with Alix re DIP budget (.5); correspond with D. Hunter re DIP issue (.4); correspond with Alix re DIP budget and related DIP matters (.2); correspond with J. Dickson re DIP budget matter (.1).
03/05/25	Nicole L. Greenblatt, P.C.	1.00	Review, correspond with S. Rolnik, K&E team re ABL matters.
03/05/25	Constantina Leodis	2.10	Review, revise DACA termination (.4); correspond with ABL counsel re DACA termination (.3); review and analyze DIP order, DIP documents (.9); correspond with J. Dickson, K&E team re DIP order (.5).
03/05/25	Adam Mohamed	1.00	Review, analyze DIP credit agreement re collateral.
03/05/25	Brian Nakhaimousa	0.20	Correspond with Q. Wetzel re professional fee reporting re DIP.
03/05/25	Scott Rolnik, P.C.	3.40	Review and revise analysis re intercreditor agreement and adequate protection claim.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050119799
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/06/25	Constantina Leodis	0.70	Correspond with B. Nakhaimousa, K&E team re DACA Termination (.2); correspond with ABL counsel re DACA termination (.3); correspond with 2L counsel re DACA termination (.2).
03/06/25	Maddison Levine	0.40	Review, analyze DIP budget.
03/07/25	Nicole L. Greenblatt, P.C.	0.50	Review and analyze updates on ABL matters.
03/07/25	Kathleen Vera Kinsella	3.20	Analyze first lien and second lien intercreditor agreement re adequate protection motion.
03/07/25	Constantina Leodis	0.90	Review and analyze DACA termination officer's certificate (.6); correspond with A. Mohamed, K&E team re open items (.3).
03/07/25	Adam Mohamed	1.80	Review and comment on APA (1.7); correspond with K. Huang, K&E team re same (.1).
03/08/25	Constantina Leodis	0.60	Review and analyze Company documents re DIP matters (.4); correspond with B. Nakhaimousa, K&E team re Company documents re DIP matters (.2).
03/09/25	Brian Nakhaimousa	2.30	Conference with Alix, B. Arnault, K&E team re expert report (.5); review, analyze DIP order, DIP credit agreement re liquidation analysis (1.5); correspond with D. Hunter, B. Arnault, Alix re same (.3).
03/10/25	James B. Dickson	0.30	Correspond with C. Leodis re DACA termination.
03/10/25	Constantina Leodis	0.40	Correspond with A. Mohamed, K&E team re DACA termination certificate (.2); correspond with 1L counsel re DACA termination officer's certificate (.2).
03/10/25	Scott Rolnik, P.C.	2.20	Review and analyze ABL term sheet.
03/11/25	James B. Dickson	0.50	Review, revise officers' certificate (.2); correspond with C. Leodis, K&E team re same (.1); correspond with C. Leodis re work in process (.2). .
03/11/25	Constantina Leodis	2.20	Draft officer's certificate (.8); correspond with J. Dickson, K&E team re same (.1); review and analyze ABL credit agreement (.7); correspond with 1L counsel re officer's certificate (.2); correspond with J. Dickson, K&E team re open items (.4).
03/11/25	Adam Mohamed	0.90	Review, analyze loan documents.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050119799
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/11/25	Brian Nakhaimousa	0.30	Correspond with J. Dickson, K&E team re reporting obligations (.2); review, analyze same (.1).
03/12/25	James B. Dickson	2.00	Prepare for telephone conference re ABL matters (.2); attend same (.2); review and comment on ABL diligence items (.3); conference with S. Rolnik, K&E team re adequate protection matters (1.3).
03/12/25	Constantina Leodis	2.30	Revise officer's certificate (.7); correspond with A. Mohamed, K&E team re open items (.4); correspond with B. Nakhaimousa, K&E team re DACA termination (.3); correspond with Alix team re DACA termination (.2); correspond re revised officer's certificate with 1L counsel (.2); review and analyze officer's certificate signature page (.3); correspond with B. Nakhaimousa, K&E team re officer's certificate signature page (.2).
03/12/25	Brian Messing	2.80	Review, analyze DIP orders, DIP budget re adequate protection (2.5); correspond with J. Black, K&E team re same (.3).
03/12/25	Adam Mohamed	2.80	Review, analyze loan documents (1.8); review and comment on collateral items (1.0).
03/12/25	Scott Rolnik, P.C.	1.60	Telephone conferences re case status and adequate protection motion with J. Dickson, K&E team (1.3); review, analyze materials re same (.3).
03/13/25	James B. Dickson	1.00	Review and comment on ABL diligence and related matters (.4); correspond with C. Leodis, K&E team re same (.6).
03/13/25	Constantina Leodis	1.10	Telephone conference with J. Dickson, K&E team re ABL matter (.4); telephone conference with B. Nakhaimousa, K&E team re same (.2); conference re open items with A. Mohamed, K&E team (.2); correspond with Alix team re ABL matter (.3).
03/13/25	Adam Mohamed	0.90	Conference with C. Leodis, K&E team re ABL matter (.4); review, analyze issues re same (.4); correspond with C. Leodis, K&E team re same (.1).
03/13/25	Brian Nakhaimousa	0.60	Correspond with Alix re DIP (.1); conference with Alix re same (.3); correspond with M. Sloman re ABL matters (.2).
03/13/25	Scott Rolnik, P.C.	2.00	Review and analyze ABL lease reserve issue.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050119799
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/13/25	Michael A. Sloman	1.20	Review, analyze final DIP order, final cash management order, related documents re cash transfer restrictions and related issues (.8); correspond with J. Dickson, K&E team re same (.4).
03/13/25	Quin Wetzel	1.40	Telephone conference with B. Nakhaimousa re ABL stipulation (.2); telephone conference with PH team re same (.3); revise ABL stipulation (.9).
03/14/25	Constantina Leodis	2.40	Telephone conference with R. Golden, K&E team re officer's certificate (.3); review and analyze DIP order re ABL lease extension (.3); correspond with J. Dickson, K&E team re same (.1); revise officer's certificate (.4); telephone conference with 1L counsel re officer's certificate (.2); correspond with B. Nakhaimousa, K&E team re officer's certificate (.1); execute officer's certificate (.1); correspond with A. Mohamed, K&E team re same (.5); correspond re officer's certificate with 1L counsel (.2); correspond with 2L counsel re DACA termination (.2).
03/14/25	Adam Mohamed	0.50	Correspond with Company advisors re officer's certificate, DACA termination.
03/14/25	Brian Nakhaimousa	0.60	Conference with A. Mohamed re DIP matters (.2); correspond with A. Mohamad re same (.1); correspond with R. Golden re DACA (.3).
03/14/25	Quin Wetzel	1.70	Review, revise exit ABL stipulation (1.4); draft summary re same (.2); correspond with M. Young, J. Raphael re same (.1).
03/17/25	James B. Dickson	0.80	Prepare for Company and K&E telephone conference re ABL matter (.2); attend same (.3); correspond with C. Leodis, K&E team re compliance matters (.3).
03/17/25	Quin Wetzel	0.50	Telephone conference with J. Dickson, K&E team, Company re ABL secured borrowing.
03/18/25	Ziv Ben-Shahar	1.30	Research, analyze issues re DIP order.
03/18/25	James B. Dickson	1.30	Review, revise ABL stipulation (1.2); correspond with C. Leodis, K&E team re same (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

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Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/18/25	Constantina Leodis	0.90	Telephone conference with W&C team re DACA termination (.3); conference re DACA termination with J. Dickson, K&E team (.3); correspond with W&C team re DACA termination (.3).
03/18/25	Dominick Vito Manetta	4.90	Research re DIP order events of default (2.6); telephone conference with B. Nakhaimousa, K&E team re same (.3); telephone conference with J. Black, K&E team re same (.4); draft memorandum re same (1.6).
03/18/25	Adam Mohamed	0.50	Review, analyze ABL stipulation.
03/18/25	Brian Nakhaimousa	0.50	Correspond with Alix re DIP matters (.2); review, analyze final DIP order re same (.2); correspond with PH re BMH and related cure objections, next steps (.1).
03/18/25	Ishaan G. Thakran	6.70	Research re DIP order, remedies (2.5); conference with J. Black, K&E team re same (.6); correspond with J. Black, K&E team re same (.1); draft, revise memorandum re same (3.5).
03/18/25	Quin Wetzel	0.80	Correspond with M. Levine, J. Dickson re ABL stipulation.
03/19/25	James B. Dickson	0.80	Review, revise DACA termination.
03/19/25	Constantina Leodis	2.30	Correspond with Alix team on DACA termination (.3); correspond with Citizens counsel re DACA termination (.2); conference with J. Dickson, K&E team re DACA termination (.3); correspond with W&C team re DACA termination (.3); correspond with B. Nakhaimousa, K&E team re DACA termination (.3); review, analyze revised structure chart (.9).
03/19/25	Dominick Vito Manetta	2.10	Review, analyze precedent re DIP final order.
03/19/25	Brian Nakhaimousa	0.10	Correspond with J. Dickson, C. Leodis, K&E team re DACA.
03/19/25	Quin Wetzel	2.10	Review, revise exit ABL stipulation (1.7); correspond with M. Levine, PH team re same (.4).
03/20/25	Constantina Leodis	0.50	Correspond with J. Dickson, K&E team re DACA termination (.1); correspond with W&C team re DACA termination (.2); correspond re term sheet issues list with Alix team (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050119799
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/20/25	Scott Rolnik, P.C.	2.70	Review, analyze ABL term sheet.
03/21/25	Constantina Leodis	4.90	Review, revise term sheet issues list (2.9); correspond with J. Dickson and A. Mohamed, K&E team re term sheet issues list (.4); conference re term sheet with B. Nakhaimousa, K&E team (.2); correspond with A. Mohamed, K&E team re term sheet issues list with Company (.2); review, analyze DIP order re ABL issue (1.2).
03/21/25	Maddison Levine	0.90	Research re ABL issue (.3); draft summary re same (.2); review, analyze 1L letter re same (.2); telephone conference with Company re DIP agent issues (.2).
03/21/25	Brian Nakhaimousa	0.50	Correspond with I. Thakran, K&E team re research re DIP matter (.1); review, analyze research re same (.2); correspond with J. Black re BACA (.1); correspond with M. Levine, K&E team re ABL issue (.1).
03/21/25	Ishaan G. Thakran	2.50	Research re ABL issue (2.1); correspond with M. Levine, D. Manetta, K&E team re same (.4).
03/22/25	Dominick Vito Manetta	0.90	Research re ABL issue.
03/22/25	Ishaan G. Thakran	3.00	Research re DIP, ABL issues (2.2); conference with D. Manetta, K&E team re same (.4); correspond with M. Levine, K&E team re same (.4).
03/24/25	Constantina Leodis	0.80	Correspond with 2L counsel re DACA termination (.2); revise DACA termination (.3); correspond re DACA terminations with lenders (.3).
03/24/25	Maddison Levine	0.60	Correspond with Company re letter of credit issue (.3); review, analyze letter of credit re same (.3).
03/24/25	Adam Mohamed	1.40	Review and comment on term sheet.
03/24/25	Brian Nakhaimousa	0.70	Review, analyze, research re DIP (.4); correspond with J. Dickson re same (.3).
03/24/25	Scott Rolnik, P.C.	2.30	Review and analyze ABL stipulated order.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050119799
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	Constantina Leodis	1.40	Correspond with B. Nakhaimousa, A. Mohamed, K&E team re DACA termination (.2); correspond with 2L re DACA termination (.2); revise DACA termination (.3); correspond with Lenders re same (.3); execute DACA termination (.2); correspond with lenders re same (.2).
03/25/25	Maddison Levine	0.80	Review, analyze ABL lease reserve issue (.2); correspond and conferences with Alix re same, default interest (.2); research re same (.4).
03/25/25	Adam Mohamed	2.30	Review, revise ABL term sheet.
03/25/25	Brian Nakhaimousa	0.90	Conference with Company re ABL matters (.4); correspond with S. Rolnik re same (.2); conference with same re same (.3).
03/25/25	Ishaan G. Thakran	2.50	Research re DIP, ABL considerations (1.9); conference with D. Manetta, K&E team re same (.3); correspond with S. Rolnik, K&E team re same (.3).
03/26/25	Ziv Ben-Shahar	2.00	Review, revise ABL term sheet (1.9); correspond with M. Levine, PH team re same (.1).
03/26/25	Adam Mohamed	0.80	Correspond with Company advisors re financing.
03/26/25	Brian Nakhaimousa	0.80	Conference with M. Sloman, K&E team, Company re letter of credit issue (.5); correspond with Alix re DIP matters (.3).
03/26/25	Scott Rolnik, P.C.	2.20	Review, analyze ABL term sheet.
03/27/25	James B. Dickson	1.30	Prepare for conference with B. Nakhaimousa, K&E team, Ducera, Alix, 1L advisors (.3); attend same (1.0).
03/27/25	Constantina Leodis	0.40	Conference with A. Mohamed, K&E team re open items re debt matters.
03/27/25	Dominick Vito Manetta	3.40	Research re ABL issue (2.5); correspond with M. Levine, K&E team, LW team re same (.9).
03/27/25	Adam Mohamed	1.80	Correspond with C. Leodis, K&E team re ABL lease reserve (.4); conference with C. Leodis, K&E team re same (.4); review, analyze issues re same (1.0).
03/27/25	Brian Nakhaimousa	0.20	Correspond with AlixPartners re DIP professional fee reporting matters.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050119799
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/27/25	Ishaan G. Thakran	2.00	Research re ABL, DIP considerations (1.3); correspond with D. Manetta, K&E team re same (.4); correspond with S. Rolnik, K&E team, LW team re ABL interest issues (.3).
03/29/25	Constantina Leodis	0.20	Correspond with A. Mohamed, K&E team re open items
03/31/25	James B. Dickson	0.80	Prepare for conference with B. Nakhaimousa, K&E team, Ducera, Alix, 1L advisors (.3); attend same (.5).
03/31/25	Constantina Leodis	2.80	Review, analyze consent letter (.8); correspond re consent letter with B. Nakhaimousa, K&E team (.2); correspond with K&E team re sale order (.3); telephone conference with R. Golden, K&E team re sale order (.2); review, analyze disclosure comments (.2); correspond re disclosure schedule comments with A. Mohamed, K&E team (.2); correspond with Willkie team re question (.3); correspond with K&E team re asset question (.2); conference re open items with debt team (.4).
03/31/25	Adam Mohamed	1.40	Correspond with lender advisors, M. Levine, K&E team re ABL reserve.
Total		137.40	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119800
Client Matter: 58395-6

In the Matter of Cash Management

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 17,678.00</u>
Total legal services rendered	\$ 17,678.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Cash Management

Invoice Number: 1050119800
Matter Number: 58395-6

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ziv Ben-Shahar	6.40	1,195.00	7,648.00
Julia F. Burnson	0.30	685.00	205.50
Aislinn Comiskey	9.00	880.00	7,920.00
Maddison Levine	0.70	1,465.00	1,025.50
Brian Nakhaimousa	0.60	1,465.00	879.00
TOTALS	17.00		\$ 17,678.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Cash Management

Invoice Number: 1050119800
Matter Number: 58395-6

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/07/25	Ziv Ben-Shahar	1.40	Correspond with A. Comiskey, K&E team YC team, PH team, PSZJ team re 345(b) deadline extension (.9); revise draft order re same (.4); revise certification of counsel re same (.1).
03/07/25	Julia F. Burnson	0.30	Research precedent re supplemental 345(b) orders.
03/07/25	Aislinn Comiskey	5.40	Revise supplemental order re 345(b) extension (1.2); research precedent re 345(b) extensions (2.9); correspond with Z. Ben-Shahar, K&E team, U.S. Trustee, PH team, PSZJ team re same (1.2); conference with Z. Ben-Shahar, K&E team re same (.1).
03/07/25	Maddison Levine	0.40	Review, revise 345(b) extension motion (.2); correspond with A. Comiskey. K&E team re same (.2).
03/07/25	Brian Nakhaimousa	0.40	Correspond with A. Comiskey re 345 deadline.
03/10/25	Ziv Ben-Shahar	1.40	Correspond with PSZJ team re 345(b) extension (.3); analyze issues re same (.4); correspond with A. Comiskey, K&E team, YC team re filing of same (.7).
03/10/25	Aislinn Comiskey	1.80	Correspond with Z. Ben-Shahar, M. Levine, K&E team, YC team re 345(b) order (.8); revise 345(b) order (.4); revise certification of counsel re 345(b) order (.3) correspond with Z. Ben-Shahar, K&E team, Alix team re Company fee escrow matter (.3).
03/10/25	Maddison Levine	0.30	Correspond with Z. Ben-Shahar, A. Comiskey re 345(b) motion (.2); review, analyze same (.1).
03/11/25	Ziv Ben-Shahar	2.20	Analyze issues re 345(b) compliance (1.3); review, analyze cash management motion re same (.4); correspond with YC team, B. Nakhaimousa, K&E team, Alix team re same (.5).
03/11/25	Brian Nakhaimousa	0.20	Correspond with YC team, Z. Ben Shahar, K&E team re 345(b) waiver.

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Cash Management

Invoice Number: 1050119800
 Matter Number: 58395-6

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/28/25	Ziv Ben-Shahar	1.30	Analyze issues re 345(b) compliance (.4); correspond with B. Nakhaimousa, A. Comiskey, K&E team re same (.4); review, analyze stipulated order re extension (.5).
03/28/25	Aislinn Comiskey	0.80	Correspond with Z. Ben-Shahar, K&E team re 345(b) extension (.2); draft 345(b) extension order (.6).
03/31/25	Ziv Ben-Shahar	0.10	Correspond with A. Comiskey, K&E team re cash management deadlines.
03/31/25	Aislinn Comiskey	1.00	Correspond with Z. Ben-Shahar, K&E team re 345(b) order (.1); revise same (.9).
Total		17.00	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119801
Client Matter: 58395-7

In the Matter of Automatic Stay Issues

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 266,110.50</u>
Total legal services rendered	\$ 266,110.50

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	3.40	2,015.00	6,851.00
Ziv Ben-Shahar	1.20	1,195.00	1,434.00
Sloane Bessey	21.30	1,065.00	22,684.50
Julia F. Burnson	2.10	685.00	1,438.50
Caroline Buthe	45.60	880.00	40,128.00
Aislinn Comiskey	1.60	880.00	1,408.00
Julia Fletcher	28.80	880.00	25,344.00
Rachel Golden	38.20	1,195.00	45,649.00
Jeffrey Ross Goldfine	1.60	1,745.00	2,792.00
Shayne Henry	0.30	1,695.00	508.50
Maddison Levine	28.70	1,465.00	42,045.50
Brian Nakhaimousa	8.50	1,465.00	12,452.50
William T. Pruitt	4.70	1,895.00	8,906.50
Ken Sturek	2.90	705.00	2,044.50
Quin Wetzel	49.00	1,065.00	52,185.00
Mary Catherine Young	0.20	1,195.00	239.00
TOTALS	238.10		\$ 266,110.50

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Caroline Buthe	4.30	Research re automatic stay issue (2.1); correspond with Q. Wetzel, K&E team re same (.1); draft summaries re same (.2); correspond with Kroll team re same (.1); correspond with M. Levine, B. Nakhaimousa, K&E team re same (.2); summarize automatic stay issue re ongoing state court action (1.4); correspond with D. Hunter, K&E team re same (.2).
03/03/25	Maddison Levine	0.80	Correspond with Company re stay matters (.2); review, analyze Gale stay matters, related insurance issues (.3); correspond with Q. Wetzel, K&E team re same, next steps (.3).
03/03/25	Brian Nakhaimousa	0.10	Correspond with M. Young re Centerpoint lift stay motion.
03/03/25	Quin Wetzel	3.50	Review, analyze insurance policies re lift stay (1.3); correspond with C. Buthe, K&E team re same (.5); correspond with Company, counterparties re automatic stay issue (.4); correspond with Kroll team re service issues (.3); review, analyze issues re extending stay to third-parties (.6); review, analyze docket filings re same (.2); correspond with C. Buthe, K&E team re same (.2).
03/04/25	Ziv Ben-Shahar	1.20	Review, analyze stay issues (.8); correspond with Q. Wetzel, K&E team re same (.4).
03/04/25	Caroline Buthe	0.90	Review, analyze automatic stay issues (.3); telephone conference with Q. Wetzel, J. Fletcher, K&E team re same (.4); revise summaries re automatic stay issues (.2).
03/04/25	Julia Fletcher	2.40	Review, analyze arguments re automatic stay dispute (1.6); conference with Q. Wetzel, K&E team re outstanding automatic stay issues (.8).
03/04/25	Maddison Levine	1.20	Review, analyze stay issues (.8); correspond with Q. Wetzel, K&E team re same (.4).
03/04/25	Brian Nakhaimousa	0.10	Correspond with Q. Wetzel re automatic stay matter.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/04/25	Quin Wetzel	3.40	Revise lift stay summary (.7); correspond with C. Buthe, K&E team re same (.3); review, revise lift stay stipulation (1.4); review, analyze insurance policies re lift stay claimants (1.0).
03/05/25	Caroline Buthe	1.70	Revise summaries re automatic stay issues (.1); review, analyze insurance policy re automatic stay issue (.9); draft automatic stay form letter (.3); draft stay violation letter re prepetition lawsuit (.3); correspond with Q. Wetzel, K&E team re automatic stay issues (.1).
03/05/25	Julia Fletcher	2.00	Research re violations of the automatic stay (1.4); draft automatic stay letter (.6).
03/05/25	Maddison Levine	2.20	Review, analyze issues re Gale matter (.8); review, analyze insurance policy re same (.4); correspond, telephone conferences with W. Pruitt, K&E team, company re same (.4); draft summary re same (.3); correspond with Company re automatic stay matters (.3).
03/05/25	William T. Pruitt	0.80	Review, analyze automatic stay issues re D&O insurance (.2); review analyze memorandum re same (.4); correspond with M. Levine re same (.2).
03/05/25	Quin Wetzel	5.50	Review, revise lift stay research (1.4); correspond with J. Fletcher, K&E team re same (.5); review, analyze insurance policies re lift stay (1.2); revise insurance summary re same (.4); correspond with C. Buthe, K&E team re same (.2); correspond with lift stay counterparty re scheduling (.2); revise automatic stay violation letter (1.1); correspond with M. Levine, B. Nakhaimousa, K&E team re same (.5).
03/06/25	Caroline Buthe	1.90	Correspond with insurance provider re automatic stay issue (.3); research re same (.4); correspond with vendor re automatic stay issue (.2); review, analyze insurance policy re automatic stay issue (.7); correspond with M. Levine, Q. Wetzel, K&E team re same (.1); revise summaries re automatic stay issues (.2).
03/06/25	Julia Fletcher	0.20	Review and analyze complaint re lift stay request.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/06/25	Maddison Levine	1.60	Review, analyze research re Gale matter, open items (.5); review, analyze litigation pleadings, insurance policy re same (.7); telephone conference with Q. Wetzel, K&E team re same (.4).
03/06/25	Brian Nakhaimousa	0.50	Conference with M. Levine, K&E team re Gale litigation.
03/06/25	Quin Wetzel	1.80	Review, analyze issues re lift stay matter (.9); correspond with Company re same (.4); correspond with C. Buthe and J. Fletcher, K&E team re lift stay (.5).
03/07/25	Caroline Buthe	1.60	Correspond with M. Levine, K&E team re summaries of automatic stay issues (.3); review, analyze proofs of claims re to stay lift requests (.2); telephone conference with counterparty re request to lift stay (.1); correspond with lift stay counterparty re same (.1); correspond with Q. Wetzel, K&E team, re same (.1); telephone conference with lift stay counterparty re request to lift stay (.4); correspond with lift stay counterparty re same (.2); telephone conference with M. Levine, K&E team re same (.1); correspond with M. Levine re same (.1).
03/07/25	Julia Fletcher	0.60	Conference with M. Levine, K&E team re outstanding lift stay issues.
03/07/25	Maddison Levine	1.50	Review, analyze issues re Gale matter, next steps (.5); correspond with Company, Q. Wetzel, K&E team re same (.2); telephone conference with plaintiff counsel re EEOC matter, stay issues (.4); prepare for same (.4).
03/07/25	Brian Nakhaimousa	1.20	Conference with M. Levine, K&E team, counsel to claimant re automatic stay matter (.7); conference with M. Levine, K&E team re automatic stay matter (.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/07/25	Quin Wetzel	6.40	Telephone conferences with M. Levine, K&E team, lift stay counterparties re automatic stay (1.4); preparation re same (.5); review, analyze proofs of claim re same (.6); review, analyze insurance summary (.3); correspond with C. Buthe, J. Fletcher, K&E team re same (.4); review, revise lift stay summary (.9); correspond with lift stay counterparties re next steps (.7); revise lift stay stipulation (1.0); review, analyze notice of stay precedent (.6).
03/09/25	Bill Arnault, P.C.	0.60	Review, analyze pleadings and documents re Gale litigation.
03/09/25	Maddison Levine	0.60	Review, analyze stay matters (.3); research re same (.3).
03/10/25	Bill Arnault, P.C.	0.90	Telephone conference re Gale litigation (.3); prepare for same (.6).
03/10/25	Caroline Buthe	2.00	Correspond with Q. Wetzel, K&E team re automatic stay issues (.1); correspond with M. Levine, K&E team re same (.1); research re automatic stay issue (.2); draft summary re automatic stay issue (.2); research re notice of stay of proceedings (.4); draft, revise stipulation re automatic stay issue (1.0).
03/10/25	Julia Fletcher	3.00	Draft correspondence to Company re lift stay requests (.2); review, revise stipulation re relief from stay (2.8).
03/10/25	Maddison Levine	2.30	Review, analyze issues re Gale matter (.6); correspond and conferences with Q. Wetzel, K&E team re same (.5); review, analyze stay summaries (.4); correspond with C. Buthe, K&E team re same (.4); review, revise stay stipulation (.4).
03/10/25	Brian Nakhaimousa	0.50	Conference with W. Pruitt, K&E team, Company re Gale matter.
03/10/25	William T. Pruitt	1.20	Analyze litigation and related lift-stay issues (.3); telephone conference with Q. Wetzel, K&E teams, Company re same (.5); telephone conference with M. Levine re same (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/10/25	Quin Wetzel	3.70	Revise lift stay summary (.5); correspond with C. Buthe, K&E team, re same (.3); review, revise lift stay stipulation (2.0); correspond with J. Fletcher, K&E team, re same (.2); review, analyze insurance policy re list stay (.7).
03/11/25	Bill Arnault, P.C.	1.70	Prepare for telephone conference re Gale litigation.
03/11/25	Julia F. Burnson	1.00	Research precedent re notices of stay (.5); draft notice of suggestion of bankruptcy (.5).
03/11/25	Caroline Buthe	3.10	Correspond with Q. Wetzel, K&E team, re automatic stay issues (.1); correspond with Kroll team re same (.1); revise stipulation re lifting the automatic stay (2.2); correspond with B. Arnault, K&E team re stay notices (.1); correspond with J. Burnson, K&E team re same (.1); draft stay notice (.5).
03/11/25	Julia Fletcher	2.00	Review, revise stipulation re relief from stay.
03/11/25	Jeffrey Ross Goldfine	0.50	Telephone conference with T. James re Gale litigation (.3); telephone conference with M. Levine re same (.2).
03/11/25	Maddison Levine	1.00	Review, analyze Gale issues (.2); review, analyze pleadings, next steps re same (.2); correspond with Company re same (.1); review, revise stay stipulation (.3); correspond with Q. Wetzel, K&E team re same (.2).
03/11/25	Brian Nakhaimousa	0.10	Correspond with C. Buthe, K&E team re automatic stay matter.
03/11/25	William T. Pruitt	0.80	Review and analyze case law and legal positions re motion to lift stay re insurance coverage (.5); correspond with M. Levine re same (.3).
03/11/25	Quin Wetzel	3.00	Review, analyze insurance policy re lift stay party (.8); telephone conference with insurance company re same (.4); correspond with insurance company re same (.2); review, analyze precedent re notice of suggestion of bankruptcy (.4); review, revise lift stay stipulation (.5); revise notice of suggestion of bankruptcy (.7).
03/12/25	Bill Arnault, P.C.	0.20	Review, revise lift stay order.
03/12/25	Sloane Bessey	0.20	Correspond with M. Young, K&E team re automatic stay violation.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/12/25	Caroline Buthe	4.00	Revise lift stay stipulation (1.4); correspond with YC team re same (.1); correspond with B. Arnault, K&E team re same (.1); correspond with Q. Wetzel, M. Levine, K&E team re same (.2); correspond with vendor re automatic stay issue (.1); telephone conference with Q. Wetzel, J. Fletcher, K&E team re automatic stay issues (.3); draft notice of stay (.7); review, analyze insurance policy re automatic stay issue (1.0); correspond with W. Pruitt, K&E team re same (.1).
03/12/25	Julia Fletcher	2.10	Draft lift stay stipulation (1.4); conference with Q. Wetzel, C. Buthe, K&E team re outstanding lift stay issues (.3); conference with M. Levine, B. Nakhaimousa, Q. Wetzel, K&E team re lift stay stipulation (.2); correspond with M. Levine, B. Nakhaimousa, Q. Wetzel, K&E team re same (.2).
03/12/25	Jeffrey Ross Goldfine	0.60	Telephone conference with M. Levine, Company, K&E team re Gale litigation.
03/12/25	Maddison Levine	1.30	Telephone conference with plaintiff counsel, Q. Wetzel, K&E team re stay matter, related stipulation (.4); review, analyze pleadings re same (.3); review, analyze automatic stay issues (.4); review, analyze summaries re same (.2).
03/12/25	Brian Nakhaimousa	1.20	Conference with Company, M. Levine, K&E team, opposing counsel re lift stay matter (.6); correspond with S. Bessey, K&E team re automatic stay matter (.1); review, analyze potential litigation claim issue, automatic stay considerations re same (.2); correspond with M. Beauchamp re same (.1); conference with Q. Wetzel, K&E team re automatic stay matters (.2).
03/12/25	William T. Pruitt	0.90	Analyze insurance and lift-stay issues (.2); telephone conference with Company, Morris Nichols re same (.3); review and analyze summary and analysis of general liability insurance policies (.2); correspond with C. Buthe re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/12/25	Quin Wetzel	5.80	Correspond with lift stay counterparties (2.0); review, analyze insurance policies re same (1.3); correspond with Kroll team re noticing issues re lift stay claims (.3); telephone conference with insurance counsel re lift stay coverage (.3); revise lift stay stipulation (1.4); telephone conference with C. Buthe, J. Fletcher, K&E team re lift stay status (.5).
03/13/25	Sloane Bessey	0.60	Research re potential automatic stay violation (.5); correspond with M. Young re same (.1).
03/13/25	Caroline Buthe	4.00	Research re automatic stay issue (.2); correspond with Q. Wetzel, K&E team re same (.1); correspond with Kroll team re same (.1); review, analyze insurance policy re automatic stay issue (.8); correspond with Q. Wetzel, K&E team re same (.1); draft correspondence re violation of automatic stay (.5); correspond with vendor re automatic stay issue (.1); review, revise stipulation to lift the stay (.9); correspond with Q. Wetzel, K&E team re same (.1); revise stay notice (1.1).
03/13/25	Julia Fletcher	0.70	Draft summary re violation of the automatic stay, filing proof of claim (.5); correspond with Z. Ben-Shahar, B. Nakhaimousa, K&E team re same (.2).
03/13/25	Quin Wetzel	4.50	Review, revise lift stay summary (.7); correspond with C. Buthe, K&E team re same (.3); correspond with counterparty re lift stay violation (.6); review, analyze insurance analysis re lift stay party (.9); correspond with Company re lift stay issues (.5); review, revise lift stay stipulation (1.2); correspond with counterparty re same (.3).
03/13/25	Mary Catherine Young	0.20	Telephone conference with landlords' counsel re lift stay motion.
03/14/25	Sloane Bessey	0.20	Correspond with M. Young, K&E team re automatic stay violation.
03/14/25	Caroline Buthe	0.30	Correspond with counterparty re automatic stay issue (.2); correspond with vendor re automatic stay issue (.1).
03/14/25	Brian Nakhaimousa	0.20	Correspond with D. Manetta, K&E team re work in process tracker (.1); correspond with Q. Wetzel, K&E team re automatic stay issue (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/14/25	Quin Wetzel	1.40	Review, analyze executory contracts re termination issues, automatic stay issues (.7); correspond with R. Golden, K&E team re same (.2); correspond with lift stay counterparty re scheduling (.3); correspond with insurer re policy limits (.2).
03/16/25	Sloane Bessey	0.10	Correspond with M. Young, K&E team re automatic stay.
03/16/25	Brian Nakhaimousa	0.10	Correspond with S. Bessey re automatic stay matter.
03/16/25	William T. Pruitt	0.30	Analyze potential settlement construct and related insurance issues re lift stay requestion (.2); correspond with C. Buthe re same (.1).
03/17/25	Caroline Buthe	0.40	Correspond with Q. Wetzel, J. Fletcher re automatic stay issues (.1); telephone conference with lift stay counsel re same (.3).
03/17/25	Julia Fletcher	0.50	Draft summary re potential lift stay matter, state court action (.3); conference with lift stay counsel, M. Levine, Q. Wetzel, C. Buthe, K&E team re stipulation as to relief from stay (.2).
03/17/25	Maddison Levine	1.00	Review, analyze D&O insurance policies re Gale matter (.2); review, analyze issues re same (.1); review, analyze various stay issues (.3); telephone conference with Proccor re stipulation (.2); review, analyze litigation pleadings, issues re same (.2).
03/17/25	Brian Nakhaimousa	0.50	Conference with counsel to claimant, M. Levine, K&E team re auto stay matter.
03/17/25	Quin Wetzel	2.00	Telephone conference with lift stay counsel re stipulation (.5); draft correspondence re same (.3); review, analyze insurance policy re same (.6); revise lift stay summary (.4); correspond with J. Fletcher, K&E team re lift stay summary (.2).
03/18/25	Sloane Bessey	0.10	Correspond with Q. Wetzel, K&E team re automatic stay.
03/18/25	Caroline Buthe	0.80	Correspond with Q. Wetzel, M. Levine, K&E team, re stay issues (.1); research re automatic stay issue (.4); revise stay notices (.2); correspond with B. Nakhaimousa, K&E team re same (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/18/25	Julia Fletcher	1.00	Draft letters re lift stay request (.7); review, revise, summary re lift stay requests, status (.3).
03/18/25	Maddison Levine	0.40	Review, analyze motion to lift stay (.2); correspond with Q. Wetzel, K&E team re same, next steps (.2).
03/18/25	Brian Nakhaimousa	1.40	Conference with M. Levine, K&E team re automatic stay issues, next steps (.5); conference with M. Levine, K&E team, counsel to auto stay claimant re lifting stay (.4); review, revise stay notice (.2); correspond with C. Buthe, K&E team re same (.1); review, revise stay tracker (.1); correspond with J. Fletcher, K&E team re same (.1).
03/18/25	Quin Wetzel	1.80	Review, revise lift stay stipulation (1.2); review, analyze applicable insurance policy re same (.6).
03/19/25	Sloane Bessey	1.80	Conferences with Q. Wetzel, K&E team re lift stay requests (1.0); conference with M. Levine, K&E team, opposing counsel re same (.5); correspond with Q. Wetzel, K&E team, Company re same (.3).
03/19/25	Caroline Buthe	2.60	Telephone conference with Q. Wetzel, K&E team re stay issues (.4); correspond with J. Fletcher, K&E team re same (.1); revise stay notices (.8); telephone conference with M. Levine, K&E team re stay issues (.4); telephone conference with plaintiff's counsel re stay issue (.5); summarize automatic stay issues (.3); correspond with W. Pruitt re same (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/19/25	Julia Fletcher	3.40	Review, revise automatic stay outreach summaries (.2); conference with Q. Wetzel, S. Bessey, C. Buthe, K&E team re outstanding issues (.4); conference with M. Levine, Q. Wetzel, S. Bessey, C. Buthe, K&E team re outstanding issues (.4); conference with M. Levine, K&E team, lift stay counsel re lift stay request (.4); research re lift stay issue, insurance considerations (.8); review, analyze insurance policies re same (.8); review, revise correspondence to Company re lift stay request (.2); draft correspondence to Company re insurance policies re lift stay requests (.1); further review, revise summaries re stay outreach (.1).
03/19/25	Maddison Levine	1.10	Review, analyze stay summaries (.4); correspond with Q. Wetzel, K&E team re same (.1); review, revise stay stipulation (.2); review, analyze insurance policies re same (.2); correspond with Q. Wetzel, K&E team re same (.2).
03/19/25	Brian Nakhaimousa	0.70	Conference with Q. Wetzel, K&E team re stay matters (.2); conference with M. Levine, K&E team, counsel to claimant re stay matter (.5).
03/19/25	Quin Wetzel	4.10	Telephone conference with S. Bessey, C. Buthe, J. Fletcher, K&E team re automatic stay workstreams (.5); telephone conference with M. Levine, K&E team re same (.5); telephone conference with opposing counsel to lift stay party (.5); draft correspondence to opposing counsel re same (.9); revise lift stay summary re same (.6); review, analyze insurance policy documents (.8); correspond with S. Bessey, C. Buthe, K&E team re same (.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/20/25	Sloane Bessey	2.70	Correspond with J. Fletcher, K&E team re automatic stay outreach (.8); review, analyze customer programs motion re automatic stay violation (.3); correspond with M. Levine, K&E team, opposing counsel re potential lift stay (.3); correspond with C. Buthe, K&E team re lift stay litigation (.5); correspond with C. Buthe, K&E team re insurance policy re automatic stay (.6); telephone conference with M. Young, K&E team, opposing counsel re automatic stay violation (.2).
03/20/25	Caroline Buthe	0.10	Correspond with S. Bessey, K&E team re stay issues.
03/20/25	Julia Fletcher	0.70	Review, revise automatic stay outreach summaries (.2); review, revise correspondence re lift stay request (.1); review, analyze complaint re same (.3); draft summary re lawsuit, proposed next steps (.1).
03/20/25	Maddison Levine	1.00	Telephone conference with Morris Nichols, J. Goldfine, K&E team re Gale matter, next steps (.4); review, analyze issues re same (.3); correspond with W. Pruitt, K&E team re automatic stay matters (.3).
03/20/25	Brian Nakhaimousa	0.30	Conference with M. Young, K&E team, counsel to subcontractor re mechanics lien.
03/21/25	Sloane Bessey	2.30	Conference with M. Levine, K&E team re automatic stay issues (.7); conference with M. Levine, K&E team re same (.3); conference with C. Buthe, K&E team re same (.3); correspond with C. Buthe, K&E team re D&O insurer's lift stay motion (.5); correspond with M. Young, K&E team, opposing counsel re lien claimant lift stay issue (.2); review, revise notice of bankruptcy (.3).
03/21/25	Julia F. Burnson	1.10	Draft automatic stay objection (.5); research precedent re lift stay objections re D&O insurance (.6).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/21/25	Caroline Buthe	2.60	Telephone conference with M. Levine, K&E team re stay issues (.3); telephone conference with lift stay counsel re stay issue (.3); telephone conference with M. Levine, K&E team re same (.2); telephone conference with S. Bessey, J. Fletcher, K&E team re objection to motion to lift the stay (.2); correspond with J. Burnson, K&E team re same (.1); telephone conference with J. Fletcher, K&E team re same (.1); research re same (.2); draft objection to motion to lift the stay (1.2).
03/21/25	Julia Fletcher	3.50	Review, revise correspondence to counterparty re state court lawsuit (.3); conference with M. Levine, S. Bessey, K&E team, counterparty re lift stay request (.5); conference with S. Bessey, C. Buthe, K&E team re D&O lift stay request (.2); research re same (2.5).
03/21/25	Maddison Levine	1.90	Review, analyze Gale motion (.3); review, revise objection re same (.2); review, analyze D&O insurance policies re same (.3); correspond and conferences with R. Golden, K&E team re same (.5); correspond and telephone conferences with plaintiff counsel, Q. Wetzel re Grigsby stay motion, next steps (.3); review, analyze pleadings, issues re same (.3).
03/21/25	Brian Nakhaimousa	0.20	Conference with M. Levine, K&E team, counsel re automatic stay issue.
03/21/25	William T. Pruitt	0.40	Analyze lift-stay motion re D&O insurance (.2); correspond with D. Hunter re same (.2).
03/22/25	Sloane Bessey	3.70	Review, analyze pleadings, case law re D&O lift stay motion (.8); review, revise objection re D&O lift stay motion (2.9).
03/22/25	Caroline Buthe	6.00	Review, revise objection to motion to lift the automatic stay (3.9); review, analyze precedent re same (1.7); telephone conference with A. Comiskey, K&E team re same (.2); telephone conference with R. Golden, K&E team re same (.2).
03/22/25	Aislinn Comiskey	1.60	Conference with C. Buthe, K&E team re objection to motion to lift automatic stay (.2); correspond with C. Buthe, K&E team re same (.1); revise same (1.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/22/25	Maddison Levine	1.70	Review, revise Gale stay motion summary (.5); research re same, insurance issues (.2); review, revise objection re same (.3); correspond and conferences with R. Golden, K&E team re same (.3); correspond with counsel re Grigsby stay issues (.2); review, analyze same (.2).
03/23/25	Sloane Bessey	1.30	Research re D&O policies and automatic stay (1.0); correspond with R. Golden, K&E team re same (.3).
03/23/25	Julia Fletcher	0.70	Research re insurance proceeds, property of the estate.
03/23/25	Rachel Golden	7.40	Review, revise limited objection re lift stay motion (2.1); correspond with M. Levine, K&E team re same (.3); review, analyze research re same (2.1); research re same (2.9).
03/23/25	Maddison Levine	1.10	Review, revise Gale stay reply, related research (.5); telephone conferences with R. Golden, K&E team re same, next steps (.6).
03/24/25	Sloane Bessey	1.40	Correspond with C. Buthe, K&E team re automatic stay issues (.5); conference with C. Buthe, K&E team re same (.4); review, analyze outstanding automatic stay issues (.3); research re potential stipulation (.2).
03/24/25	Caroline Buthe	1.50	Correspond with lift stay counsel re stay issue (.1); correspond with S. Bessey, K&E team re same (.1); research re stay issue (.7); telephone conference with M. Levine, K&E team re stay issues (.2); correspond with W. Pruitt, K&E team re same (.1); correspond with Company re same (.1); correspond with D. Cummings, K&E team re same (.1); correspond with insurer re same (.1).
03/24/25	Julia Fletcher	1.40	Correspond with Alix, Kroll teams re lift stay motion (.1); correspond with M. Levine, B. Nakhaimousa, K&E team re same (.1); conference with Kroll team re notice (.1); correspond with M. Levine, B. Nakhaimousa, S. Bessey, C. Buthe, K&E team re lift stay (.3); research re postpetition lawsuits (.6); conference with M. Levine, B. Nakhaimousa, S. Bessey, C. Buthe, K&E team re outstanding issues (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/24/25	Rachel Golden	15.20	Review, revise limited objection re lift stay motion (3.9); further revise same (3.6); correspond with M. Levine, K&E team re same (.5); review, analyze research re same (3.3); research re same (3.9).
03/24/25	Jeffrey Ross Goldfine	0.30	Telephone conference with D. Hunter, M. Levine and K&E team re Gale litigation.
03/24/25	Maddison Levine	1.40	Telephone conference with Q. Wetzel, K&E team, counsel re Grigsby stay motion (.4); review, analyze same (.3); review, analyze research, precedent re same (.2); correspond with Q. Wetzel, K&E team re stay issues, open items (.4); review, analyze insurance policies, related issues re same (.1).
03/24/25	Brian Nakhaimousa	0.50	Conference with D. Hunter, K&E team re sale, employment related matters.
03/24/25	Brian Nakhaimousa	0.30	Review, analyze issues re Gale matter.
03/24/25	William T. Pruitt	0.30	Analyze D&O insurance and related lift-stay motion (.1); review and analyze policy re obligations re same (.1); correspond with D. Hunter re same (.1).
03/25/25	Sloane Bessey	0.50	Correspond with M. Levine, K&E team re automatic stay issues (.4); review, analyze same (.1).
03/25/25	Caroline Buthe	0.60	Correspond with Company re automatic stay issue (.2); correspond with lift stay counsel re same (.1); research re automatic stay issue (.2); correspond with R. Golden, K&E team re stay issue (.1).
03/25/25	Julia Fletcher	0.10	Correspond with W. Pruitt, K&E team re insurance policy re lift stay matter.
03/25/25	Rachel Golden	15.60	Review, revise limited objection re lift stay motion (7.8); correspond with M. Levine, K&E team re same (.4); review, analyze research re same (2.7); research re same (4.7).
03/25/25	Jeffrey Ross Goldfine	0.20	Correspond with M. Levine re Gale litigation.
03/25/25	Shayne Henry	0.30	Correspond with M. Levine re lift-stay motion and review motion re same.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	Maddison Levine	1.60	Review, revise Gale stay response (.3); conference with Morris Nichols re same (.3); review, analyze pleadings, issues re same (.6); conference with Company re stay matter, insurance issues (.2); review, analyze insurance policy re same (.2).
03/26/25	Sloane Bessey	1.20	Conference with lift stay claimant re lift stay stipulation (.3); correspond with C. Buthe, K&E re various lift stay issues (.7); review, analyze lift stay issues (.2).
03/26/25	Caroline Buthe	1.40	Draft summary re automatic stay issue (.3); correspond with S. Bessey, M. Levine, K&E team re same (.1); research re automatic stay issue (.2); correspond with S. Bessey, K&E team re same (.1); correspond with J. Brunson, K&E team re same (.1); telephone conference with lift stay counsel re stay issue (.1); correspond with lift stay counsel re same (.2); correspond with S. Bessey, M. Levine, K&E team re stay notice (.2); correspond with J. Goldfine, K&E team re same (.1).
03/26/25	Julia Fletcher	0.60	Correspond with M. Levine, B. Nakhaimousa, K&E team re insurance coverage (.1); draft correspondence to claimant counsel re lift stay request (.3); conference with M. Levine, S. Bessey, C. Buthe, K&E team, counterparty re lift stay stipulation (.1); correspond with counterparty re stipulation, indemnification (.1).
03/26/25	Maddison Levine	2.30	Telephone conference with Bernstein and Morris Nichols re Gale litigation, discovery issues (.3); review, analyze same (.2); review, revise stay notices (.2); correspond with C. Buthe, K&E team re same (.1); review, analyze stay summary (.4); correspond with Q. Wetzel, K&E team re same (.2); review, revise stay stipulation (.5); review, analyze issues, insurance policies re same (.4).
03/26/25	Brian Nakhaimousa	0.50	Conference with M. Levine, K&E team, counsel to claimant re lift stay request.
03/27/25	Sloane Bessey	1.90	Correspond with C. Buthe, K&E team re notices of bankruptcy filing (.5); review, analyze automatic stay issues (.5); correspond with C. Buthe, K&E team re same (.9).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/27/25	Caroline Buthe	4.50	Correspond with insurer re automatic stay issue (.1); correspond with S. Bessey, K&E team re same (.1); correspond with J. Goldfine, K&E team re stay notices (.2); correspond with M. Levine, K&E team re same (.1); correspond with M. Chapleau, K&E team re same (.1); correspond with W. Allen, K&E team re same (.1); research re same (.5); draft stipulation to lift automatic stay (2.7); correspond with Kroll team re same (.1); research re lift stay request(.4); correspond with Company re same (.1).
03/27/25	Julia Fletcher	0.40	Correspond with S. Bessey, C. Buthe, K&E team re lift stay issues.
03/27/25	Maddison Levine	0.80	Telephone conference with Company re stay matters (.3); review, analyze stay issues (.2); correspond and conferences with Q. Wetzel, K&E team re same (.3).
03/28/25	Sloane Bessey	0.90	Correspond with lift stay claimant re claim questions (.4); correspond with contract counterparty re automatic stay issue (.5).
03/28/25	Julia Fletcher	0.70	Correspond with Company counsel re agreement (.1); review, analyze agreement (.5); correspond with counterparty re indemnification (.1).
03/28/25	Maddison Levine	1.20	Review, revise Gale stipulation (.3); review, analyze pleadings, insurance policies re same (.2); correspond with D. Hunter, K&E team, PH, Morris Nichols re same (.3); review, revise certification of counsel re same (.2); conference with LW re same (.1); conference with Company re same, next steps (.1).
03/28/25	Brian Nakhaimousa	0.10	Correspond with S. Bessey re automatic stay matter.
03/30/25	Sloane Bessey	1.00	Review, revise automatic stay stipulations.
03/31/25	Sloane Bessey	1.40	Revise draft notice of suggestion of pendency of bankruptcy re state court action.
03/31/25	Caroline Buthe	1.30	Draft summary re automatic stay issue (.1); correspond with insurer re automatic stay issue (.1); revise stipulation to lift the automatic stay (.3); correspond with M. Levine, K&E team re same (.1); revise stay notice (.2); correspond with M. Levine, K&E team re same (.3); research re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050119801
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/31/25	Julia Fletcher	2.80	Draft lift stay stipulation (.6); review, revise notice of bankruptcy (.3); review, analyze lift stay request (.4); draft summary re same (.1); telephone conference re default notice (.7); review, revise lift stay stipulation (.2); draft correspondence to counterparty re lift stay stipulation (.2); review, revise notice of stay (.3).
03/31/25	Maddison Levine	0.70	Review, revise Gale stipulation (.2); review, analyze issues re same (.2); correspond and conferences with Morris Nichols, PH re same (.1); review, analyze stay issues (.1); review, analyze summary re same (.1).
03/31/25	Ken Sturek	2.90	Revise draft notice of suggestion of pendency of bankruptcy (2.6); draft notice of appearance for W. Allen (.3).
03/31/25	Quin Wetzel	2.10	Correspond with S. Bessey, K&E team re automatic stay issues (.5); review, analyze summary re automatic stay items (.6); revise lift stay stipulation (.6); correspond with J. Fletcher, K&E team re same (.4).
Total		238.10	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119802
Client Matter: 58395-8

In the Matter of Asset Sales/Section 363/Use, Sale, and

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	\$ 1,367,611.00
Total legal services rendered	\$ 1,367,611.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Advani	17.70	1,095.00	19,381.50
Michael Beauchamp	1.10	1,065.00	1,171.50
Sloane Bessey	19.30	1,065.00	20,554.50
Julia F. Burnson	1.30	685.00	890.50
George Cartveli	7.80	1,465.00	11,427.00
John G. Caruso	4.40	2,295.00	10,098.00
Aislinn Comiskey	28.50	880.00	25,080.00
James B. Dickson	7.10	1,815.00	12,886.50
Kai Michael Fenty	4.10	925.00	3,792.50
Rob Fowler, P.C.	3.00	2,295.00	6,885.00
Rachel Golden	75.10	1,195.00	89,744.50
Kate Hardey	7.00	2,175.00	15,225.00
Jackie Heffernan	9.80	1,725.00	16,905.00
Keli Huang	153.80	1,725.00	265,305.00
Derek I. Hunter	1.50	1,735.00	2,602.50
Samantha Jones	4.10	1,725.00	7,072.50
Olivia Kaufmann	8.40	1,195.00	10,038.00
R.D. Kohut, P.C.	0.70	2,295.00	1,606.50
Nikhil Rama Krishnan	1.50	1,745.00	2,617.50
Joe Krisko	9.50	880.00	8,360.00
Constantina Leodis	6.40	1,195.00	7,648.00
Maddison Levine	16.40	1,465.00	24,026.00
Cara Li	266.30	1,195.00	318,228.50
Christine S. Matott	0.50	2,295.00	1,147.50
Colleen E. Mayer	5.10	880.00	4,488.00
Mallory Elise McKenzie	5.40	1,525.00	8,235.00
Annika Morin	10.30	1,195.00	12,308.50
Brian Nakhaimousa	24.50	1,465.00	35,892.50
Srinithi Narayanan	46.80	1,065.00	49,842.00
Maureen D. O'Brien	13.50	2,295.00	30,982.50
Shawn OHargan, P.C.	73.10	2,295.00	167,764.50
Scott D. Price, P.C.	2.60	2,465.00	6,409.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Joshua Raphael	0.50	1,195.00	597.50
Maddison Malone Riddick	14.30	1,525.00	21,807.50
Chris M. Salvatore	1.90	1,525.00	2,897.50
Joanna Schlingbaum	26.30	1,725.00	45,367.50
Anthony Vincenzo Sexton, P.C.	1.90	2,075.00	3,942.50
Matthew Sinclair-Thomson	3.40	2,045.00	6,953.00
Michael D. Thorpe	2.60	1,845.00	4,797.00
Michael Leonard Urschel, P.C.	0.50	2,465.00	1,232.50
Nicholas Warther	18.30	1,825.00	33,397.50
Christina Welch	24.00	1,375.00	33,000.00
Dennis Williams, P.C.	1.10	2,295.00	2,524.50
Susan Zablocki	17.70	705.00	12,478.50
TOTALS	949.10		\$ 1,367,611.00

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
 Matter Number: 58395-8

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Matt Advani	0.50	Review, analyze asset purchase agreement.
03/03/25	Rob Fowler, P.C.	0.20	Correspond with Company re asset purchase agreement issues list.
03/03/25	Keli Huang	4.00	Review, revise NDA (.8); telephone conference with Company, S. OHargan, K&E team re issues list (1.6); prepare for same (.4); conference with lenders re same (.5); conference with Company advisors re asset purchase agreement (.4); conference with C. Li, K&E team re asset purchase agreement (.3).
03/03/25	Maddison Levine	1.60	Telephone conference with S. OHargan, K&E team re APA issues list.
03/03/25	Cara Li	10.40	Conference with K. Huang, K&E team, Company re issues list (1.6); telephone conference with lenders re same (.5); telephone conference with K. Huang, K&E team re asset purchase agreement (.3); prepare for same (2.1); review, analyze asset purchase agreement comments (1.8); review, analyze precedent re same (1.5); review, analyze asset purchase agreement (.8); review, revise NDA (1.6); conference with Ducera team re same (.2).
03/03/25	Annika Morin	0.70	Telephone conference with J. Schlingbaum, K&E team re issues list.
03/03/25	Annika Morin	1.30	Review, revise asset purchase agreement.
03/03/25	Annika Morin	0.50	Prepare for issues list telephone conference with Company.
03/03/25	Brian Nakhaimousa	1.90	Conference with Ducera, Company, S. OHargan, K&E team re TVS sale APA issues list (1.6); review TVS issues list (.3).
03/03/25	Srinithi Narayanan	2.40	Telephone conference with Company, A. Morin, K&E team re asset purchase agreement issues list (.7); review and revise asset purchase agreement (1.7).
03/03/25	Maureen D. O'Brien	0.50	Review, analyze notes re asset purchase agreement issues list conference.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Shawn OHargan, P.C.	3.00	Telephone conference with the Company re asset purchase agreement issues list (1.6); prepare for same (1.0); telephone conference with Company re same (.4).
03/03/25	Joanna Schlingbaum	1.10	Prepare for telephone conference re asset purchase agreement issues list (.4); conference with Company, A. Morin, K&E team re same (.7).
03/03/25	Nicholas Warther	1.50	Review and revise tax portions of asset purchase agreement (.6); telephone conference with Company, K&E team re same (.6); review and analyze tax structuring issues (.3).
03/04/25	Matt Advani	1.80	Conference with N. Warther, K&E team re asset purchase agreement (.4); conference with N. Warther, K. Huang, K&E team re same (.2); review, revise asset purchase agreement (1.2).
03/04/25	Keli Huang	3.10	Review, revise asset purchase agreement (2.3); review, analyze transition services agreement (.3); correspond with S. Narayanan, K&E team re same (.2); review, revise NDA (.3).
03/04/25	Cara Li	8.60	Review, analyze NDA (.6); correspond with Ducera team re same (.1); review, revise asset purchase agreement (3.2); review, analyze precedent re same (.3); review, analyze 10-K re same (1.0); further review, analyze asset purchase agreement (2.9); correspond with K. Huang, K&E team re same (.5)
03/04/25	Mallory Elise McKenzie	1.50	Review, revise asset purchase agreement.
03/04/25	Srinithi Narayanan	0.70	Review, revise asset purchase agreement.
03/04/25	Shawn OHargan, P.C.	0.50	Review, analyze Company structure, tax risk allocation re sale considerations (.3); conference with Ducera team re sale process (.2).
03/04/25	Maddison Malone Riddick	1.30	Review, analyze merger agreement.
03/04/25	Joanna Schlingbaum	1.30	Review, revise asset purchase agreement re intellectual property considerations.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/04/25	Nicholas Warther	3.40	Review and analyze tax modeling (.6); review and revise tax portions of asset purchase agreement (1.6); correspond with K. Huang re same (.5); correspond with S. OHargan re tax structuring (.7).
03/04/25	Christina Welch	1.40	Review, analyze asset purchase agreement (.9); correspond with S. Narayanan re same (.2); review, analyze transition services agreement (.3).
03/05/25	John G. Caruso	1.00	Review, revise asset purchase agreement.
03/05/25	Rob Fowler, P.C.	0.50	Review, analyze asset purchase agreement.
03/05/25	Kate Hardey	0.90	Review, revise asset purchase agreement (.7); conference with O. Kaufmann, K&E team re same (.2).
03/05/25	Jackie Heffernan	1.20	Review, analyze asset purchase agreement.
03/05/25	Keli Huang	3.20	Review, revise asset purchase agreement (2.2); correspond with S. OHargan, K&E team re state registrations (.5); correspond with M. Thorpe, K&E team re (.5).
03/05/25	Olivia Kaufmann	3.10	Review, analyze diligence materials re asset purchase agreement (.5); review, revise asset purchase agreement (2.0); correspond with K. Hardey, K&E team re same (.6).
03/05/25	Nikhil Rama Krishnan	1.50	Review, analyze valuation materials re sale valuation.
03/05/25	Cara Li	7.00	Review, revise asset purchase agreement (2.3); correspond with Company advisors re same (.4); further review, revise asset purchase agreement (3.0); conference with Alix, Ducera, Sidley re asset purchase agreement (.5); prepare for same (.8).
03/05/25	Mallory Elise McKenzie	0.50	Review, revise asset purchase agreement.
03/05/25	Srinithi Narayanan	4.00	Review, revise asset purchase agreement (2.0); draft transition services agreement (2.0).
03/05/25	Shawn OHargan, P.C.	2.90	Review, analyze lender financing materials (.2); review, analyze exit structure, treatment of healthcare, employee plans (1.0); review, analyze counter proposal (.2); review, analyze regulatory implications (.8); telephone conference with K. Huang, K&E team re VSI antitrust considerations (.2); prepare for same (.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/05/25	Chris M. Salvatore	0.30	Review, revise asset purchase agreement.
03/05/25	Joanna Schlingbaum	1.10	Review, revise asset purchase agreement.
03/05/25	Christina Welch	4.70	Review, analyze transition services agreement (1.3); review, revise transition services agreement (1.4); further revise asset purchase agreement (1.8); review, analyze correspondence re same (.2).
03/06/25	James B. Dickson	2.50	Review and comment on draft purchase agreement and intercreditor provisions.
03/06/25	Keli Huang	6.50	Review, revise asset purchase agreement (3.5); coordinate with D. Maliniak, K&E team re diligence (.5); review, revise NDA (.5); telephone conference with PH, Lazard re asset purchase agreement (.5); conference with M. Levine, B. Nakhaimousa, C. Li, S. OHargan, K&E team re transaction status, next steps (.5); conference with Company, M. Levine, K&E team, Ducera, Alix team re transaction status, next steps (.5); review, analyze diligence (.5).
03/06/25	Maddison Levine	1.10	Telephone conference with Sidley, S. OHargan, K&E team re APA (.3); prepare for same (.5); review, analyze same, related cure schedules (.3)
03/06/25	Cara Li	7.80	Conference with M. Levine, B. Nakhaimousa, S. OHargan, K. Huang, K&E team re transaction status, next steps (.5); conference with Company, K. Huang, K&E team, Ducera, Alix teams re transaction status, next steps (.5); conference with Sidley re transaction status (.5); prepare for same (.5); review, revise asset purchase agreement (3.6); correspond with C. Leodis, K&E team re asset purchase agreement (.5); correspond with Ducera team re NDA (.5); further review, revise asset purchase agreement (1.2).
03/06/25	Brian Nakhaimousa	1.00	Conference with K. Huang, K&E team re sale status, next steps (.5); conference with Sidley, S. OHargan, K&E team re APA (.5).
03/06/25	Srinithi Narayanan	2.80	Draft transition services agreement (1.8); review, revise asset purchase agreement (1.0).
03/06/25	Maureen D. O'Brien	1.40	Review, revise asset purchase agreement (1.0); review, revise issues list (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/06/25	Shawn OHargan, P.C.	2.30	Review, analyze correspondence re 363 sale process (.1); telephone conference with K. Huang, K&E team re same (1.7); prepare for telephone conference with bidder counsel (.5).
03/06/25	Joanna Schlingbaum	2.80	Review, revise transition services agreement.
03/06/25	Christina Welch	3.50	Review, revise transition services agreement (2.3); review, analyze correspondence re same (.2); review, analyze asset purchase agreement re intellectual property considerations (.8); review, analyze correspondence re same (.2).
03/07/25	Matt Advani	0.50	Review and revise transition services agreement re tax issues.
03/07/25	Kate Hardey	1.30	Review, revise asset purchase agreement (1.1); conference with O. Kaufmann, K&E team re same (.2).
03/07/25	Keli Huang	8.70	Review, revise asset purchase agreement (3.7); correspond with S. OHargan, C. Li, K&E team re disclosure schedules, transactional task list re asset purchase agreement (.5); correspond with D. Maliniak, K&E team re diligence (.5); review, analyze diligence(.5); correspond with Ducera team re diligence (.2); telephone conference with Company re state registrations (.5); telephone conference with M. Thorpe, S. OHargan, K&E team re HSR filings (.5); further review, revise asset purchase agreement (2.3).
03/07/25	Olivia Kaufmann	0.40	Conference with K. Huang, K&E team re asset purchase agreement (.1); conference with K. Hardey, K&E team re same (.3).
03/07/25	Cara Li	8.00	Review, analyze precedent re asset purchase agreement (.8); review, revise asset purchase agreement (4.2); draft issues list (3.0).
03/07/25	Mallory Elise McKenzie	0.50	Review, revise asset purchase agreement.
03/07/25	Brian Nakhaimousa	0.50	Correspond with K. Huang, K&E team, GRSM re APA disclosures (.3); correspond with C. Li, D. Manetta, K&E team re sale matters (.2).
03/07/25	Srinithi Narayanan	0.30	Review, analyze transition services agreement.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/07/25	Shawn OHargan, P.C.	4.80	Review, analyze disclosure schedules (.3); review, analyze asset purchase agreement financing terms (.4); review, analyze licensing matters issues (.6); review, analyze HSR filings, tax analysis (.9); telephone conference with K. Huang, K&E team re NDA (.3); telephone conference with K. Huang, K&E team re asset purchase agreement (.4); review, analyze open process items (.9); review, analyze asset purchase agreement (.6); further review, analyze disclosure schedules (.4).
03/07/25	Joanna Schlingbaum	1.10	Review, revise asset purchase agreement (.7); review, revise transition services agreement (.4).
03/07/25	Michael D. Thorpe	0.50	Correspond with S. OHargan, K. Huang, K&E team re HSR.
03/07/25	Michael Leonard Urschel, P.C.	0.50	Review, analyze asset purchase agreement.
03/07/25	Nicholas Warther	2.20	Review and analyze tax structuring of restructuring transaction (.4); telephone conference with S. OHargan and K&E team re same (.6); correspond with M. Advani re same (.5); correspond with EY team re same and next steps (.7).
03/07/25	Christina Welch	0.50	Review, revise asset purchase agreement (.4); review, analyze correspondence re same (.1).
03/08/25	Kai Michael Fenty	3.00	Draft restructuring transaction memorandum re tax issues.
03/08/25	Keli Huang	10.00	Review, revise asset purchase agreement (3.8); correspond with C. Li, K&E team re same (1.5); further review, revise asset purchase agreement (3.7); review, analyze related materials (1.0).
03/08/25	Cara Li	9.20	Review, revise asset purchase agreement (3.4); correspond with K. Huang, K&E team re same (1.5); review, analyze precedent re asset purchase agreement (.7); review, analyze related materials (3.6).
03/08/25	Shawn OHargan, P.C.	0.50	Review, analyze asset disclosure redactions (.3); review, revise same (.2).
03/09/25	Rob Fowler, P.C.	0.20	Review, analyze asset purchase agreement.
03/09/25	Keli Huang	3.50	Review, revise asset purchase agreement (3.0); conference with S. OHargan, K&E team re same (.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/09/25	Maddison Levine	0.50	Review, analyze asset purchase agreement (.3); correspond with J. Raphael re same (.2).
03/09/25	Cara Li	7.20	Review, revise asset purchase agreement (5.3); correspond with K. Huang, K&E team re same (1.3); review, analyze related materials (.6).
03/09/25	Mallory Elise McKenzie	0.30	Review, revise asset purchase agreement.
03/09/25	Annika Morin	0.50	Review, analyze asset purchase agreement re employee benefit matters.
03/09/25	Srinithi Narayanan	0.80	Review, revise asset purchase agreement.
03/09/25	Maureen D. O'Brien	0.50	Review, analyze asset purchase agreement.
03/09/25	Shawn OHargan, P.C.	5.30	Review, revise asset purchase agreement (4.8); conference with M. Levine, B. Nakhaimousa, K&E team re same (.5).
03/09/25	Joshua Raphael	0.50	Review, analyze purchase agreement.
03/09/25	Maddison Malone Riddick	0.80	Review, analyze asset purchase agreement.
03/09/25	Joanna Schlingbaum	0.20	Correspond with K. Huang, K&E team re patent matters re sale transaction.
03/10/25	Matt Advani	0.60	Review, revise transition services agreement.
03/10/25	Keli Huang	3.30	Review, revise asset purchase agreement (3.0); correspond with D. Maliniak, K&E team re diligence (.3).
03/10/25	Maddison Levine	0.50	Telephone conference with K. Huang, K&E team, Jefferies re APA.
03/10/25	Cara Li	7.70	Review, analyze asset purchase agreement (.5); review, analyze precedent automatic deposit release and disclosure schedule precedent (2.5); draft disclosure schedule (2.3); review, analyze disclosure schedule comments (2.4).
03/10/25	Shawn OHargan, P.C.	2.30	Review, revise asset purchase agreement (.3); telephone conference with K. Huang, K&E team re asset purchase agreement comments (.5); telephone conference with S. Toth, K. Huang, K&E team re venue, deposit matters (.5); telephone conference with K. Huang, K&E team re NWC adjustment (.5); review, analyze NWC summary (.3); review, analyze PTO claims (.2).
03/11/25	Matt Advani	0.30	Review and revise transition services agreement re tax issues.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/11/25	Michael Beauchamp	1.10	Correspond with counsel to sale objection party re outstanding sale objection (.3); review, analyze related materials (.5); correspond with Alix, Z. Ben-Shahar, K&E team re same (.3).
03/11/25	Keli Huang	2.50	Conference with C. Li, B. Feldman, K&E team re transitional tasks (.5); conference with Company, Company advisors re transaction status, next steps (.5); review, revise asset purchase agreement (1.0); correspond with C. Li, K&E team re asset purchase agreement, disclosure schedules (.5).
03/11/25	Cara Li	6.10	Conference with O. Kaufmann, K&E team re health, safety regulation considerations re asset purchase agreement (.5); conference with Company, Alix, Ducera, K. Huang, K&E team re transaction status, next steps (.5); review, revise disclosure schedules (3.8); review, analyze related materials (1.3).
03/11/25	Shawn OHargan, P.C.	3.00	Review, revise asset purchase agreement (1.1); telephone conference with K. Huang, K&E team re asset purchase agreement, structure, disclosure schedules (.5); review, analyze related materials (.3); review, analyze correspondence re asset purchase agreement (1.1).
03/11/25	Joanna Schlingbaum	0.20	Correspond with M. Advani, K&E team re transition service agreement re tax provisions.
03/12/25	Jackie Heffernan	0.50	Review, analyze asset purchase agreement re employment matters.
03/12/25	Keli Huang	3.00	Conference with J. Dickson, K&E team re asset purchase agreement (.3); correspond with J. Dickson, K&E team re transaction, asset purchase agreement (.2); review, analyze sale structure (.5); telephone conference with S. OHargan, K&E team re sale structure (.5); correspond with Company re asset purchase agreement (.5); review, revise re asset purchase agreement (1.0).
03/12/25	Cara Li	7.40	Review, revise asset purchase agreement (3.8); review, revise disclosure schedules (3.6).
03/12/25	Srinithi Narayanan	0.40	Review, revise transition services agreement (.3); review, revise disclosure schedules (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/12/25	Shawn OHargan, P.C.	1.80	Review, analyze NWC estimate (.7); review, analyze proposed restructuring steps (.7); telephone conference with K. Huang, K&E team re same (.4).
03/12/25	Nicholas Warther	1.50	Review and revise tax structure presentation re restructuring transaction (1.1); correspond with S. OHargan re same (.4).
03/13/25	George Cartveli	1.80	Review, analyze disclosure schedules.
03/13/25	John G. Caruso	0.80	Review, analyze disclosure schedules.
03/13/25	Keli Huang	1.00	Telephone conference with S. OHargan, K&E team re structuring considerations (.5); conference with C. Li, K&E team re asset purchase agreement, disclosure schedules (.5).
03/13/25	Olivia Kaufmann	0.30	Review, analyze APA disclosure schedules (.2); correspond with C. Li, K. Hardey, K&E team re same (.1).
03/13/25	Constantina Leodis	2.80	Review and analyze disclosure schedules (2.6); correspond with A. Mohamed, K&E team re purchase agreement and disclosure schedule (.2).
03/13/25	Maddison Levine	0.50	Telephone conference with B. Nakhaimousa, K&E team re APA, sale timeline.
03/13/25	Cara Li	7.30	Review, revise asset purchase asset (2.0); review, revise disclosure schedule (4.3); review, analyze related materials (1.0).
03/13/25	Annika Morin	0.80	Review, revise employee benefits disclosure schedules.
03/13/25	Srinithi Narayanan	1.80	Review, revise disclosure schedules (1.2); correspond with various parties re next steps, deal status (.6).
03/13/25	Maureen D. O'Brien	0.50	Review, analyze disclosure schedules.
03/13/25	Shawn OHargan, P.C.	0.50	Telephone conference with K. Huang, K&E team re sale structure, tax considerations.
03/13/25	Joanna Schlingbaum	0.50	Review, revise disclosure schedules.
03/13/25	Michael D. Thorpe	0.50	Correspond with O. Kaufmann, K&E team re HSR.
03/13/25	Nicholas Warther	0.90	Telephone conference with S. OHargan, K&E team re tax structure presentation (.6); review and analyze same (.3).
03/13/25	Christina Welch	2.20	Review, analyze disclosure schedules (1.1); review, revise disclosure schedules (1.1).
03/14/25	George Cartveli	0.30	Review, analyze disclosure schedules.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/14/25	Kate Hardey	0.80	Review buyer counsel comments on schedules (.5); conference with O. Kaufmann re same (.3).
03/14/25	Jackie Heffernan	0.50	Review, analyze disclosure schedules.
03/14/25	Keli Huang	2.90	Correspond with Ducera team re bid letter, asset purchase agreement (.8); correspond with Company re transfer of benefit plans (.5); conference with M. O'Brien, K&E team re transfer of benefit plans (.7); correspond with J. Heffernan, K&E team re WARN analysis (.3); correspond with C. Li, K&E team re disclosure schedules (.6).
03/14/25	Olivia Kaufmann	0.40	Review, analyze diligence materials (.2); review, analyze disclosure schedules (.1); correspond with C. Li K. Hardey, K&E team re same (.1).
03/14/25	Constantina Leodis	0.20	Correspond with A. Mohamed, K&E team re disclosure schedule and purchase agreement.
03/14/25	Cara Li	10.40	Review, revise asset purchase agreement (4.0); review, revise, disclosure schedule (6.4).
03/14/25	Annika Morin	0.20	Review, analyze asset purchase agreement re employee benefits.
03/14/25	Brian Nakhaimousa	0.20	Correspond with D. Hunter, K&E team re sale matters.
03/14/25	Maureen D. O'Brien	0.80	Review, analyze asset purchase agreement re employee benefits.
03/14/25	Shawn OHargan, P.C.	2.40	Review, analyze asset purchase agreement re exit structure (.3); review, revise asset purchase agreement (2.1).
03/14/25	Maddison Malone Riddick	2.00	Review, analyze disclosure schedules (1.4); review, analyze diligence re same (.6).
03/15/25	Cara Li	0.20	Draft disclosure schedule.
03/16/25	Rachel Golden	2.10	Review, analyze sale matters (1.5); correspond with M. Levine, K&E team re same (.6).
03/16/25	Keli Huang	2.20	Review, revise disclosure schedules (2.0); review, analyze bid letter (.2).
03/16/25	Cara Li	0.40	Review, revise disclosure schedule.
03/16/25	Brian Nakhaimousa	0.10	Correspond with R. Golden re sale motion.

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/17/25	Sloane Bessey	0.80	Telephone conference with R. Golden, K&E team re sale motion (.2); correspond with R. Golden, K&E team re same (.3); review, analyze precedent sale motions (.3).
03/17/25	Aislinn Comiskey	0.90	Research precedent re 363 motion (.8); correspond with S. Bessey, R. Golden, K&E team re same (.1).
03/17/25	Rachel Golden	9.80	Review, analyze sale matters (3.3); correspond with M. Levine, K&E team re same (3.3); review, comment on sale pleadings (3.2).
03/17/25	Kate Hardey	0.70	Conference with O. Kaufmann and K&E team re permit review and related change of ownership analysis.
03/17/25	Keli Huang	4.90	Review, revise disclosure schedules (3.0); conference with S. OHargan, K&E team, Company advisors re bid letter (.5); conference with O. Kaufman, K. Hardey, K&E team re disclosure schedules, transaction structure (.5); conference with S. OHargan, K&E team re sale transactions (.5); correspond with D. Maliniak, K&E team re pleadings, case materials (.2); correspond with the Company re WARN analysis (.2).
03/17/25	Olivia Kaufmann	0.40	Conference with K. Hardey, K&E team re disclosure schedules; (.2); conference with K. Huang, K. Hardey, C. Li, K&E team re disclosure schedules (.2).
03/17/25	Maddison Levine	0.90	Telephone conference with Ducera, S. OHargan, K&E team re bid letter (.5); review, analyze same (.4).
03/17/25	Cara Li	9.90	Review, revise disclosure schedules (5.9); conference with O. Kaufmann, K. Hardey, K&E team re same (.4); review, revise escrow agreement (3.0); review, analyze related materials (.6).
03/17/25	Brian Nakhaimousa	0.50	Conference with S. OHargan, K&E team, Ducera, Company re TVS sale (.3); review, analyze offer letter re same (.2)
03/17/25	Maureen D. O'Brien	0.50	Review, analyze asset purchase agreement re employee transfers.

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/17/25	Shawn OHargan, P.C.	1.80	Conference with K. Huang, K&E team re offer (.2); review, analyze same (.5); prepare for same (.3); conference with Ducera team re same (.3); conference with Company re PIP bid letter (.5).
03/17/25	Dennis Williams, P.C.	0.60	Review, analyze asset purchase agreement, disclosure schedules re healthcare considerations.
03/18/25	Sloane Bessey	0.40	Correspond with A. Comiskey, K&E team re sale motion.
03/18/25	Julia F. Burnson	1.30	Draft 363 private sale motion (.8); draft declaration ISO 363 private sale motion (.5).
03/18/25	Aislinn Comiskey	0.20	Correspond with J. Burnson, S. Bessey, K&E team re 363 motion.
03/18/25	Rachel Golden	2.90	Review, analyze precedent re sale motion, order (1.3); research re same (.9); correspond with S. Bessey re same (.2); conference with K. Huang, Company re benefit plans, sale considerations (.5).
03/18/25	Keli Huang	4.00	Review, revise asset purchase agreement (.7); review, revise disclosure schedules (2.3); conference with Company re transfer of benefit plans (.5); conference with F. Bian re asset purchase agreement (.3); correspond with bidder re asset purchase agreement (.1); conference with N. Warther, K&E team re structure (.1).
03/18/25	Cara Li	10.30	Review, revise disclosure schedule (3.0); review, analyze related materials (1.5); review, revise signing checklist (.8); review, revise asset purchase agreement (1.5); review, revise escrow agreement (2.5); review, analyze related materials (1.0).
03/18/25	Annika Morin	0.40	Telephone conference with Company re human resources considerations.
03/18/25	Maureen D. O'Brien	0.50	Telephone conference with Company re human resources considerations re sale.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/18/25	Shawn OHargan, P.C.	2.60	Review, analyze ex-US filing analysis (.3); telephone conference with Company re benefit plan transitions (.5); telephone conference with Sidley team re same (.5); prepare for same (.8); telephone conference with A. Sexton, K&E team re tax matters (.3); telephone conference with Ducera team re same (.2).
03/18/25	Scott D. Price, P.C.	0.30	Conference with M. O'Brien re employee benefits re sale transaction.
03/18/25	Michael D. Thorpe	0.30	Review, analyze asset purchase agreement re HSR.
03/18/25	Nicholas Warther	0.40	Correspond with K. Huang re structuring of transaction.
03/19/25	Matt Advani	0.60	Telephone conference with Ducera team, EY team, A. Sexton, K&E team re tax modeling (.4); prepare for same (.2).
03/19/25	Sloane Bessey	0.10	Correspond with A. Comiskey re sale motion.
03/19/25	Aislinn Comiskey	6.90	Draft 363 motion (3.9); review, revise 363 motion (3.0).
03/19/25	Jackie Heffernan	0.80	Review, analyze WARN analysis re sale transaction.
03/19/25	Keli Huang	1.70	Review, analyze bid proposal (.5); correspond with M. Thorpe, K&E team re HSR analysis (.5); correspond with Ducera, S. OHargan, K&E team re bid proposal (.7).
03/19/25	Samantha Jones	0.50	Correspond with K. Huang, K&E team re ex-US analysis.
03/19/25	Joe Krisko	2.30	Review, analyze sale background re Hart Scott Rodino filing.
03/19/25	Cara Li	8.90	Review, analyze HSR analysis diligence request list (3.8); correspond with K. Huang, K&E team re same (.4); correspond with Ducera team re HSR analysis request list (.5); review, analyze diligence (3.1); draft documents re request list (1.1).
03/19/25	Shawn OHargan, P.C.	1.00	Correspond with C. Li, K&E team re HSR (.5); conference with A. Sexton, K&E team re tax matters (.5).
03/19/25	Michael D. Thorpe	0.50	Review, analyze related materials re HSR.
03/20/25	Matt Advani	0.30	Review, revise tax disclosure schedules.
03/20/25	Sloane Bessey	0.10	Correspond with A. Comiskey re sale motion.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/20/25	Aislinn Comiskey	3.80	Review, revise 363 motion (3.7); correspond with S. Bessey, R. Golden, K&E team re same (.1).
03/20/25	Kai Michael Fenty	0.30	Review, revise escrow agreement.
03/20/25	Jackie Heffernan	1.50	Telephone conference with S. OHargan, K. Huang re WARN Act analysis (.5); review, analyze related materials (1.0).
03/20/25	Keli Huang	1.80	Telephone conference with J. Heffernan, K&E team re WARN analysis (.3); conference with S. OHargan re bid proposal (.5); review, analyze structuring strategy (.5); review, revise related materials (.5).
03/20/25	Joe Krisko	3.90	Review, revise documents re Hart Scott Rodino filing.
03/20/25	Maddison Levine	0.90	Telephone conference with Company, Ducera, S. OHargan, K&E team re APA, bid counter (.5); review, analyze same (.4)
03/20/25	Cara Li	10.10	Review, revise disclosure schedule (5.2); review, revise escrow agreement (2.0); review, revise consents re disclosure schedules (2.4); review, analyze related materials (.5).
03/20/25	Brian Nakhaimousa	0.80	Conference with Company, S. OHargan, K&E team re asset purchase agreement.
03/20/25	Srinithi Narayanan	1.10	Review, revise trademark assignment agreement (.5); review, revise domain name transfer agreement (.6).
03/20/25	Shawn OHargan, P.C.	3.00	Telephone conference with Company re asset purchase agreement (.5); telephone conference with K. Huang, C. Li, K&E team same (.3); review, analyze escrow agreement (.4); correspond with PH team re asset purchase agreement re next steps (.5); review, analyze asset purchase agreement (.5); telephone conference with Ducera team re same (.3); telephone conference with K. Huang, K&E team re same (.5).
03/20/25	Joanna Schlingbaum	0.40	Review, revise trademark assignment.
03/20/25	Matthew Sinclair-Thomson	0.30	Correspond with S. Jones, K&E team re ex-US antitrust, FDI filing.
03/20/25	Christina Welch	1.00	Review, analyze trademark assignment agreement (.4); review, analyze domain transfer agreement (.6).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/21/25	Matt Advani	2.70	Telephone conference with Company, N. Warther, K&E team re tax disclosures (.2); prepare for same (.3); review, revise escrow agreement (1.0); review, revise buyers' issues list (1.2).
03/21/25	Sloane Bessey	0.10	Correspond with R. Golden, K&E team re sale motion.
03/21/25	John G. Caruso	0.70	Review, analyze asset purchase agreement (.4); correspond with M. Levine, B. Nakhaimousa, K&E team re same (.3).
03/21/25	Rob Fowler, P.C.	0.20	Review, analyze draft issues list from opposing counsel.
03/21/25	Jackie Heffernan	0.50	Review, analyze WARN Act issues for related asset purchase agreement considerations.
03/21/25	Keli Huang	5.70	Prepare asset purchase agreement key issues list (1.2); conference with Ducera team re NDA (.3); review, revise NDA (.5); review, analyze sale summary (.5); review, revise transition services agreement (2.5); review, analyze WARN analysis, questions re same (.2); correspond with C. Li, K&E team re disclosure schedules, ancillary documents (.5).
03/21/25	Keli Huang	5.80	Review, analyze asset purchase agreement issues list (1.0); prepare key issues list (1.0); review, revise transition services agreement (2.5); review, analyze HSR request, HSR responses (1.0); draft organizational documents requests (.3).
03/21/25	Samantha Jones	1.00	Correspond with K. Huang, K&E team re ex-US analysis.
03/21/25	Cara Li	9.60	Prepare sale documents signing checklist (1.0); draft asset purchase agreement exhibits (2.5); review, revise transition services agreement (3.0); review, analyze related materials (2.1); review, analyze HSR filing (.6); review, analyze ex-US filings (.4).
03/21/25	Colleen E. Mayer	0.70	Review, analyze employee reports re sale matters (.2); research re WARN requirements (.2); summarize findings re same (.3).
03/21/25	Srinithi Narayanan	0.90	Review, revise asset purchase agreement re issues list.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/21/25	Shawn OHargan, P.C.	1.30	Review, analyze global settlement documents (.5); review, revise asset purchase agreement re issues list (.8).
03/21/25	Christina Welch	1.80	Review, analyze asset purchase agreement re intellectual property considerations (1.2); prepare asset purchase agreement re issues list re same (.6).
03/22/25	Matt Advani	1.10	Review, revise asset purchase agreement re issues list re tax considerations (.7); review, revise transition services agreement re tax considerations (.4).
03/22/25	Aislinn Comiskey	0.10	Correspond with R. Golden, K&E team re 363 motion, asset purchase agreement research.
03/22/25	Rob Fowler, P.C.	0.50	Review, analyze asset purchase agreement (.3); draft issues list re same (.2).
03/22/25	Rachel Golden	4.20	Review, revise sale motion (2.8); review, analyze precedent re same (.8); correspond, with M. Levine re same (.6).
03/22/25	Keli Huang	1.80	Review, revise consents re sale (1.0); review, revise asset purchase agreement (.8).
03/22/25	Maddison Levine	1.10	Telephone conference with S. OHargan, K&E team re APA issues list (.7); review, analyze same (.4).
03/22/25	Cara Li	4.90	Review, revise transition services agreement (3.4); review, revise NDA (1.0); review, revise asset purchase agreement re signing checklist (.5).
03/22/25	Colleen E. Mayer	0.20	Review, analyze asset purchase agreement re employee reports (.1); research re WARN requirements (.1).
03/22/25	Brian Nakhaimousa	0.90	Conference with K. Huang, K&E team re sale matters (.5); correspond with K. Huang, K&E team re diligence matters (.3); correspond with R. Golden re employee matter re sale matter (.1).
03/22/25	Srinithi Narayanan	0.60	Review, revise asset purchase agreement re issues list.
03/22/25	Maureen D. O'Brien	1.40	Review, analyze transition services agreement (.8); review, revise asset purchase agreement re issues list (.6).
03/22/25	Shawn OHargan, P.C.	1.40	Review, revise asset purchase agreement re issues list.

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/22/25	Maddison Malone Riddick	0.80	Review, revise asset purchase agreement re issues list.
03/22/25	Joanna Schlingbaum	1.10	Review, revise asset purchase agreement re issues list.
03/22/25	Nicholas Warther	0.50	Review and revise tax portions of asset purchase agreement.
03/23/25	Matt Advani	1.80	Review, revise asset purchase agreement re issues list (1.2); review, revise transition services agreement (.6).
03/23/25	Sloane Bessey	0.10	Correspond with R. Golden, K&E team re sale motion.
03/23/25	George Cartveli	1.50	Review, analyze asset purchase agreement.
03/23/25	Aislinn Comiskey	3.40	Research re Delaware asset purchase agreement considerations (2.7); correspond with R. Golden, S. Bessey, K&E team re same (.1); draft summary re same (.6).
03/23/25	Jackie Heffernan	0.50	Review, analyze asset purchase agreement re issues list.
03/23/25	Keli Huang	8.20	Telephone conference with S. OHargan, K&E team, Company re asset purchase agreement re issues list (1.0); telephone conference with S. OHargan, K&E team, buyer's counsel re same (.5); review, revise asset purchase agreement re issues list (4.0); conference with S. OHargan, K&E team re same (.5); conference with Ducera team re same (.5); review, revise disclosure schedules (1.7).
03/23/25	Olivia Kaufmann	0.20	Review, analyze asset purchase agreement re issues list.
03/23/25	Maddison Levine	1.20	Telephone conference with Company, S. OHargan, K&E team re APA issues list (.6); review, analyze same (.6).
03/23/25	Cara Li	11.90	Review, revise asset purchase agreement re issues list (3.0); review, revise asset purchase agreement re consents (2.5); review, revise asset purchase agreement re exhibits (1.4); review, analyze related materials (2.0); review, revise asset purchase agreement re signing checklist (.5); review, revise transition services agreement (1.0); review, analyze related materials re emergence (1.5).
03/23/25	Brian Nakhaimousa	0.50	Conference with S. OHargan, K&E team re potential asset sale.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/23/25	Srinithi Narayanan	0.50	Review, analyze asset purchase agreement re related materials.
03/23/25	Joanna Schlingbaum	0.40	Review, revise domain transfer agreement.
03/23/25	Nicholas Warther	0.80	Review and revise tax portions of asset purchase agreement.
03/23/25	Christina Welch	0.20	Review, analyze transition services agreement.
03/24/25	Matt Advani	0.80	Review, revise disclosure schedules re tax considerations (.6); review, revise escrow agreement re same (.2).
03/24/25	Sloane Bessey	1.80	Review, revise sale motion (1.6); correspond with R. Golden, K&E team re same (.2).
03/24/25	Aislinn Comiskey	3.60	Correspond with S. Bessey, K&E team re 363 motion, declaration (.3); draft declaration re 363 motion (3.3).
03/24/25	Jackie Heffernan	1.40	Review, analyze WARN Act issues for related asset purchase agreement considerations.
03/24/25	Keli Huang	5.50	Conference with M. Thorpe, M. Sinclair-Thomson, K&E team re HSR analysis (.5); telephone conference with S. OHargan, K&E team, Company re diligence (.5); conference with S. OHargan, K&E team, Company re net working capital calculation (.5); conference with S. OHargan, K&E team, Ducera team re employment agreement (.5); review, revise asset purchase agreement re signing resolutions (1.5); review, analyze related materials (2.0).
03/24/25	Samantha Jones	0.80	Draft correspondence to Company re ex-US analysis.
03/24/25	R.D. Kohut, P.C.	0.20	Review, analyze asset purchase agreement re employment considerations.
03/24/25	Joe Krisko	1.60	Review, analyze Hart Scott Rodino filing.
03/24/25	Maddison Levine	1.20	Telephone conference with S. OHargan, K&E team re sale, related employment matters (.4); review, analyze issues re same (.3); telephone conference with Ducera, S. OHargan, K&E team re sale matters, open items, next steps (.5)

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/24/25	Cara Li	11.80	Review, revise asset purchase agreement (5.6); review, analyze related materials (2.0); review, revise consents (2.0); review, revise asset purchase agreement re signing checklist (.5); review, analyze related materials (1.7).
03/24/25	Christine S. Matott	0.50	Review, analyze ERISA representations.
03/24/25	Colleen E. Mayer	1.70	Review, analyze asset purchase agreement re employee reports (1.0); research re WARN requirements (.7).
03/24/25	Annika Morin	0.30	Conference with Company re diligence re asset sale.
03/24/25	Annika Morin	1.00	Review, revise transition services agreement.
03/24/25	Brian Nakhaimousa	0.50	Conference with D. Hunter, K&E team re sale matters.
03/24/25	Brian Nakhaimousa	0.60	Conference with S. OHargan, K&E team, Ducera re sale matters.
03/24/25	Brian Nakhaimousa	0.20	Correspond with D. Maliniak, R. Golden re sale matters.
03/24/25	Srinithi Narayanan	2.40	Review, revise transition services agreement.
03/24/25	Maureen D. O'Brien	1.90	Review, analyze trust agreement (.9); review and revise TSA (1.0).
03/24/25	Shawn OHargan, P.C.	3.60	Review, analyze sale terms (.9); review, analyze diligence requests (1.3); review, analyze asset purchase agreement re purchase price adjustments (.7); review, analyze asset purchase agreement re employee matters (.7).
03/24/25	Chris M. Salvatore	0.30	Review, revise asset purchase agreement.
03/24/25	Joanna Schlingbaum	1.80	Review, revise transition services agreement, schedules re same.
03/24/25	Matthew Sinclair-Thomson	1.80	Review FDI filing analysis.
03/24/25	Michael D. Thorpe	0.50	Correspond with M. Sinclair-Thomas re HSR filings.
03/24/25	Christina Welch	0.50	Review, analyze transition services agreement, schedules.
03/24/25	Dennis Williams, P.C.	0.50	Review, analyze asset purchase agreement re issues list re regulatory considerations.
03/25/25	Matt Advani	0.90	Review, revise disclosure schedules re tax considerations (.2); review, revise asset purchase agreement (.7).
03/25/25	Matt Advani	0.40	Conference with N. Warther re transaction structure.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	Sloane Bessey	0.60	Review, revise declaration in support of sale transaction.
03/25/25	George Cartveli	2.30	Review, analyze related materials re asset purchase agreement.
03/25/25	John G. Caruso	0.70	Review, analyze asset purchase agreement re lease assignment.
03/25/25	Aislinn Comiskey	1.40	Review, revise declaration in support of sale motion (1.2); correspond with R. Golden, S. Bessey, K&E team re same (.2).
03/25/25	James B. Dickson	2.80	Review, analyze consent letter re sale (.8); correspond with B. Nakhaimousa, K&E team re consent letter (.2); correspond with B. Nakhaimousa, K&E team re sale order (.3); telephone conference with R. Golden, K&E team re sale order (.2); review, analyze disclosure schedules (.2); correspond re with A. Mohamed, K&E team re same (.2); correspond with Willkie team re diligence re sale matter (.3); correspond with inquiry. Nakhaimousa, K&E team re same (.2); conference re open items with A. Mohamed, K&E team re sale (.4).
03/25/25	Kate Hardey	0.30	Review, analyze opposing counsel comments to purchase agreement (.2); conference with O. Kaufmann re same (.1).
03/25/25	Jackie Heffernan	0.50	Review, analyze WARN Act issues re asset purchase agreement considerations.
03/25/25	Keli Huang	7.80	Conference with Company re asset purchase agreement re benefit plans (.5); conference with Company advisors re transaction status, next steps (.5); review, revise asset purchase agreement (3.8); review, analyze related materials (3.0).
03/25/25	Olivia Kaufmann	1.40	Review, revise asset purchase agreement (1.2); correspond with K. Hardey, K&E team re same (.2).
03/25/25	Joe Krisko	1.30	Draft Hart Scott Rodino filing analysis (.7); draft documents re same (.6).
03/25/25	Maddison Levine	1.10	Research re APA issues (.5); correspond with B. Nakhaimousa, K&E team re same (.4); review, analyze same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	Cara Li	13.10	Review, revise HSR filing request list (.8); review, revise ex-US filings (.7); review, analyze related materials (1.0); review, revise asset purchase agreement re issues list (3.0); review, revise disclosure schedules (2.7); review, analyze related materials (1.3); review, analyze asset purchase agreement (3.6).
03/25/25	Colleen E. Mayer	2.20	Research re WARN requirements (1.2); analyze potential WARN obligations under state and federal law (.8); conference with J. Heffernan, K&E team re same (.2).
03/25/25	Annika Morin	0.80	Review, revise asset purchase agreement.
03/25/25	Annika Morin	0.50	Review, analyze transition services agreement re schedules re employee benefits.
03/25/25	Annika Morin	0.40	Review, revise employee benefits disclosure schedules.
03/25/25	Brian Nakhaimousa	0.30	Review, revise asset purchase agreement.
03/25/25	Srinithi Narayanan	2.40	Review, analyze transition services agreement (1.1); review, revise asset purchase agreement (.8); review, revise domain name agreement (.5)
03/25/25	Maureen D. O'Brien	0.50	Review, analyze asset purchase agreement re disclosure schedules.
03/25/25	Shawn OHargan, P.C.	4.00	Review, revise asset purchase agreement (3.8); review, analyze related materials (.2).
03/25/25	Scott D. Price, P.C.	0.80	Review and analyze employee matters re sale.
03/25/25	Anthony Vincenzo Sexton, P.C.	0.20	Review, analyze asset purchase issues re tax matters.
03/25/25	Nicholas Warther	1.60	Review and revise tax portions of asset purchase agreement (1.0); review and analyze tax structuring of sale transaction (.6).
03/26/25	Matt Advani	3.60	Review, analyze asset purchase agreement (.3); draft tax issues list (.2); review, revise asset purchase agreement re tax considerations (2.7); conference with K. Fenty, K&E team re same (.4).
03/26/25	Matt Advani	0.20	Conference with K. Fenty re tax aspects of sale transaction structure.
03/26/25	Sloane Bessey	3.40	Revise, revise asset purchase agreement (2.5); research re potential sale related claims (.9).
03/26/25	George Cartveli	0.70	Review, analyze asset purchase agreement.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/26/25	John G. Caruso	0.60	Review, analyze asset purchase agreement.
03/26/25	Aislinn Comiskey	1.60	Correspond with B. Nakhaimousa, S. Bessey, K&E team re 363 research, asset purchase agreement (.3); research precedent re 363 sale orders (1.3).
03/26/25	Kai Michael Fenty	0.80	Review, revise asset purchase agreement.
03/26/25	Rob Fowler, P.C.	0.50	Review, revise asset purchase agreement.
03/26/25	Rachel Golden	9.80	Correspond with S. Bessey re WARN considerations (.5); review, analyze research re same (.9); review, analyze asset purchase agreement (2.0); review, revise asset purchase agreement (3.9); review, analyze precedent re same (2.1); conference with B. Nakhaimousa re same (.3); correspond with C. Li re same (.1).
03/26/25	Kate Hardey	1.30	Review, analyze opposing counsel comments to purchase agreement (1.2); conference with O. Kaufmann re same (.1).
03/26/25	Jackie Heffernan	1.30	Conference with C. Mayer re WARN notice requirements (.3); review, analyze asset purchase agreement, related materials re WARN Act, employee considerations (1.0).
03/26/25	Keli Huang	7.80	Conference with C. Li, K&E team, bidder's counsel re IT diligence (.5); conference with S. OHargan, K&E team, bidder's counsel re insurance diligence (.5); conference with Ducera team bid discussion (.5); review, analyze related materials re IP diligence (.5), review, revise asset purchase agreement (3.7); review, analyze related materials re same (2.1).
03/26/25	Samantha Jones	0.80	Correspond with Company re ex-US analysis.
03/26/25	R.D. Kohut, P.C.	0.50	Review, analyze asset purchase agreement re employment considerations.
03/26/25	Joe Krisko	0.40	Review, revise Hart Scott Rodino filing.
03/26/25	Constantina Leodis	0.70	Review, analyze APA comments.
03/26/25	Cara Li	14.00	Review, revise asset purchase agreement (5.3); review, revise same re exhibits (3.0); review, revise escrow agreement (1.8); review, revise asset purchase agreement re disclosure schedules (3.9).
03/26/25	Colleen E. Mayer	0.30	Conference with J. Heffernan, K&E team re WARN notice requirements.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/26/25	Annika Morin	0.30	Conference with S. OHargan, K&E team, bidder's counsel re insurance diligence.
03/26/25	Annika Morin	0.70	Review, revise asset purchase agreement re issues list.
03/26/25	Brian Nakhaimousa	0.10	Conference with R. Golden re asset purchase agreement.
03/26/25	Brian Nakhaimousa	0.70	Review, comment on asset purchase agreement issues list (.6); correspond with K. Huang re same (.1).
03/26/25	Brian Nakhaimousa	0.40	Correspond with R. Golden, K&E team re asset purchase agreement.
03/26/25	Srinithi Narayanan	3.50	Review, revise asset purchase agreement (1.7); conference with S. OHargan, K. Huang, K&E team, bidder's counsel re IT diligence (.5); conference with S. OHargan, K. Huang, K&E team, bidder's counsel re IP diligence (.3); review, revise domain name agreement (.5); review, revise trademark agreement (.5).
03/26/25	Maureen D. O'Brien	0.80	Review, revise purchase agreement (.5); review, revise same re issues list (.3).
03/26/25	Shawn OHargan, P.C.	6.50	Review, revise asset purchase agreement re exhibits (.5); review, analyze same re tax treatment on exit (.8); review, revise asset purchase agreement re issues list (.5); conference with C. Li, S. Narayanan, K&E team, bidder's counsel re insurance, benefits matters (.5); further review, revise asset purchase agreement re issues list (.5); telephone conference with FRG team re bid terms (1.0); review, analyze asset purchase agreement (2.7).
03/26/25	Maddison Malone Riddick	2.00	Review, revise asset purchase agreement re issues list (.5); review, revise asset purchase agreement (1.5).
03/26/25	Joanna Schlingbaum	3.60	Conference with S. OHargan, C. Li, S. Narayanan, K&E team, bidder's counsel re IT diligence (.2); prepare for same (.1); conference with S. OHargan, C. Li, bidder's counsel re IP diligence (.7); prepare for same (.3); review, revise asset purchase agreement re issues list (.5); review, analyze asset purchase agreement (1.4); review, revise trademark assignment (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/26/25	Anthony Vincenzo Sexton, P.C.	1.10	Review, analyze management plan tax issues (.7); review, analyze asset sale tax issues (.4).
03/26/25	Matthew Sinclair-Thomson	0.50	Correspond with C. Li re ex-US antitrust, FDI filing analysis.
03/26/25	Michael D. Thorpe	0.30	Review HSR filing.
03/26/25	Nicholas Warther	1.40	Review and revise tax portions of asset purchase agreement.
03/26/25	Christina Welch	2.50	Conference with S. OHargan, K. Huang, K&E team, bidder's counsel re IT diligence (.5); conference with S. OHargan, K. Huang, K&E team, bidder's counsel re IP diligence (.5); review, analyze asset purchase agreement re IP considerations (1.5).
03/27/25	Sloane Bessey	1.40	Review, revise sale order (.9); review, revise sale motion (.5).
03/27/25	James B. Dickson	0.50	Review and comment on asset purchase agreement.
03/27/25	Rob Fowler, P.C.	0.30	Analyze asset purchase agreement.
03/27/25	Rachel Golden	8.60	Correspond with K. Huang, K&E team re asset purchase agreement (.2); review, analyze same (1.5); correspond with YC re asset purchase agreement (.1); review, revise sale motion (3.8); review, analyze precedent re same (1.4); correspond with Ducera re sale process (.1); draft correspondence re same (.5); research re equity commitment letter (.9); correspond with K. Huang re same (.1).
03/27/25	Keli Huang	12.40	Conference with Ducera team re transaction (.5); review, analyze asset purchase agreement re purchase price adjustment mechanics (.5); conference with D. Maliniak, K&E team re asset purchase agreement re warrant mechanics (.5); review, revise asset purchase agreement (7.6); review, analyze related materials (3.3).
03/27/25	Keli Huang	0.50	Telephone conference with Company, S. OHargan, Ducera, Alix, K&E team re transaction status, next steps.
03/27/25	Keli Huang	0.50	Telephone conference with Company, PH team, Lazard team re sale transaction status, next steps.
03/27/25	Samantha Jones	0.50	Review, analyze asset purchase agreement.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/27/25	Maddison Levine	1.40	Review, analyze APA, related sale documents (.3); correspond and conferences with K. Huang, K&E team re same (.5); correspond with B. Nakhaimousa re cure issues re same (.2); research re same (.4).
03/27/25	Cara Li	15.40	Review, revise asset purchase agreement (3.3); review, analyze related materials (1.8); conference with S. OHargan, K. Huang, K&E team, bidder's counsel re IT diligence (.5); prepare for same (.3); conference with S. OHargan, K. Huang, K&E team, bidder's counsel re IP diligence (.5); review, analyze related materials re asset purchase agreement (2.3); prepare for same (.3); review, revise disclosure schedule (3.1); review, revise asset purchase agreement re consents (2.2); review, analyze related materials (1.1).
03/27/25	Annika Morin	0.30	Review, analyze transition services agreement re schedules.
03/27/25	Brian Nakhaimousa	2.30	Review, revise asset purchase agreement (2.2); correspond with R. Golden, K&E team re same (.1).
03/27/25	Brian Nakhaimousa	1.20	Correspond with K. Huang, K&E team re APA, escrow deposit account (.1); review, revise APA (1.1).
03/27/25	Srinithi Narayanan	3.60	Review, revise transition services agreement (2.1); review, revise same re schedules (1.5).
03/27/25	Maureen D. O'Brien	1.00	Review, analyze transition services agreement.
03/27/25	Shawn OHargan, P.C.	4.40	Review, analyze transition services agreement (1.3); review, analyze asset purchase agreement (3.1).
03/27/25	Shawn OHargan, P.C.	0.50	Telephone conference with Company, S. K. Huang, Ducera, AlixPartners, K&E team re transaction status, next steps.
03/27/25	Scott D. Price, P.C.	0.50	Review and revise presentation re employee matters re sale.
03/27/25	Joanna Schlingbaum	1.30	Review, revise asset purchase agreement (.2); review, revise transition services agreement (.7); review, revise same re schedules (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/28/25	Sloane Bessey	2.20	Review, revise sale motion (.8); review, revise sale declaration (.9); conference with R. Golden, K&E team, Ducera team re sale motion (.5).
03/28/25	George Cartveli	1.20	Review, analyze asset purchase agreement re disclosure schedules re employment considerations.
03/28/25	Aislinn Comiskey	3.20	Correspond with M. Levine, R. Golden, S. Bessey, K&E team re 363 motion, declaration (.6); review, revise 363 sale motion (2.1); conference with R. Golden, K&E team, Ducera team re same (.5).
03/28/25	Rachel Golden	10.10	Review, revise sale motion (3.9); review, revise sale order (3.9); review, analyze precedent re same (1.3); correspond with S. Bessey, A. Comiskey re same (.3); correspond with Ducera re sale process (.5); correspond with K. Huang, K&E team re virtual data room (.2).
03/28/25	Jackie Heffernan	0.20	Review, revise asset purchase agreement re disclosure schedules.
03/28/25	Keli Huang	7.00	Review, analyze asset purchase agreement re purchase price calculations (1.5); telephone conference with B. Nakhaimousa, K&E team re asset purchase agreement (.5); review, analyze related materials (1.9); review, revise asset purchase agreement (3.1).
03/28/25	Samantha Jones	0.50	Review, analyze asset purchase agreement.
03/28/25	Cara Li	14.70	Review, analyze due diligence materials (5.2); review, revise disclosure schedules (5.6); correspond with buyer's counsel re asset purchase agreement (.9); correspond with Company re same (1.1); review, analyze related materials (1.9).
03/28/25	Annika Morin	0.40	Review, revise disclosure schedules.
03/28/25	Brian Nakhaimousa	0.40	Review, revise asset purchase agreement.
03/28/25	Srinithi Narayanan	3.40	Review, analyze domain name agreement (.3); review, revise same (.2); review, revise disclosure schedules (1.3); review, revise trademark schedules (1.6).
03/28/25	Maureen D. O'Brien	0.50	Review, revise asset purchase agreement re schedules.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/28/25	Shawn OHargan, P.C.	1.00	Telephone conference with K. Huang, K&E team re asset purchase agreement re schedules (.5); review, analyze re asset purchase agreement (.5).
03/28/25	Maddison Malone Riddick	3.30	Review, revise asset purchase agreement re disclosure schedules (2.0); prepare updated summary of material compensation diligence items (1.3).
03/28/25	Joanna Schlingbaum	1.20	Correspond with S. Narayanan re IP disclosure schedules (.2); review, revise asset purchase agreement re disclosure schedules (1.0).
03/28/25	Anthony Vincenzo Sexton, P.C.	0.20	Analyze asset sale issues re tax concerns.
03/28/25	Matthew Sinclair-Thomson	0.30	Correspond with C. Li re ex-US antitrust, FDI filing analysis re asset sale.
03/28/25	Nicholas Warther	1.00	Review and revise tax portions of documents for asset purchase agreement (.6); correspond with K. Huang, K&E team re same (.4).
03/28/25	Christina Welch	1.00	Review, analyze asset purchase agreement re disclosure schedules re intellectual property, privacy considerations (.8); review, analyze correspondence from J. Schlingbaum re same (.2).
03/29/25	Sloane Bessey	4.30	Review, revise sale order (1.8); correspond with R. Golden, K&E team re sale order, sale motion (.5); draft consent, waiver letter re sale (2.0).
03/29/25	Aislinn Comiskey	1.70	Review, revise 363 sale motion (1.4); correspond with S. Bessey, R. Golden, M. Levine, K&E team re same (.3).
03/29/25	Rachel Golden	12.80	Review, revise sale order (3.9); review, analyze precedent re same (3.2); review, revise sale motion (3.3); correspond with S. Bessey re same (.4); conference with B. Nakhaimousa, K&E team, McDermott re sale (.5); correspond with S. Bessey, K&E team re sale process, related considerations (.8); review, revise correspondence re same (.7).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/29/25	Keli Huang	5.80	Conference with Company re asset purchase agreement re disclosure schedules (.8); conference with buyer's counsel re asset purchase agreement (.5); conference with J. Schlingbaum, K&E team re disclosure schedules (.5); review, revise disclosure schedules (4.0).
03/29/25	Derek I. Hunter	1.50	Conference with B. Nakhaimousa, K&E team, McDermott re sale matters (.7); review, revise sale order (.7); correspond with B. Nakhaimousa, K&E team re same (.1).
03/29/25	Constantina Leodis	0.60	Review, analyze disclosure schedules.
03/29/25	Maddison Levine	3.60	Review, analyze APA, related issues (.3); review, revise sale motion and order (2.4); correspond and conferences with R. Golden, K&E team re same (.4); review, analyze credit bid waiver (.3); correspond with B. Nakhaimousa re same (.2).
03/29/25	Cara Li	13.70	Conference with Company re asset purchase agreement re disclosure schedules (.8); conference with buyer's counsel re asset purchase agreement (.5); conference with J. Schlingbaum, K&E team re disclosure schedules (.5); review, analyze due diligence re contracts (6.7); review, revise disclosure schedules (5.2).
03/29/25	Brian Nakhaimousa	2.50	Review, revise consent and waiver letter re sale transaction (.1); correspond with S. Bessey, K&E team re same (.1); review, revise 363 sale order (2.2); correspond with R. Golden, K&E team re same (.1).
03/29/25	Srinithi Narayanan	7.40	Review, revise disclosure schedules (.8); conference with J. Schlingbaum re IP license diligence (.4); correspond with K&E team re IP searches (.3); telephone conference with Willkie re diligence (.5); telephone conference with Company re IP contracts, asset purchase agreement (1.0); review, analyze IP contracts (2.5); review, revise transition services agreement (.8); review, analyze transition services agreement re schedules (.7); review, revise disclosure schedules (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/29/25	Maureen D. O'Brien	1.40	Review, revise transition services agreement (.9); review, revise transition services agreement re schedules (.5).
03/29/25	Shawn OHargan, P.C.	2.50	Telephone conference with buyer's counsel re sale issue (.5); review, analyze asset purchase agreement re IP considerations, disclosure schedules (2.0).
03/29/25	Joanna Schlingbaum	3.40	Review, revise disclosure schedules re asset purchase agreement (.6); conference with K. Huang, K&E team re assignability of IP licenses (.4); review, analyze asset purchase agreement re disclosure schedules (.5); conference with WFG re review of IP licenses (.4); draft issues list re APA representations (.3); review, revise transition services agreement (1.2).
03/29/25	Nicholas Warther	0.80	Review and revise tax portions of asset purchase agreement.
03/29/25	Christina Welch	1.50	Review, analyze asset purchase agreement re IP disclosure schedules.
03/29/25	Susan Zablocki	11.70	Review, analyze intellectual property search results (2.2); research confirmatory intellectual property (3.0); review, analyze trademark diligence documents (2.3); review, revise intellectual property schedules (3.1); review, analyze same (1.1).
03/30/25	Sloane Bessey	2.40	Review, revise sale order (1.2); correspond with R. Golden, K&E team re same (.5); review, revise consent, waiver letter (.5); correspond with M. Levine, K&E team re consent, waiver letter (.2).
03/30/25	Aislinn Comiskey	0.10	Correspond with R. Golden, K&E team re 363 sale motion.
03/30/25	James B. Dickson	1.30	Review and comment on asset sale documentation.
03/30/25	Rob Fowler, P.C.	0.30	Review, analyze asset purchase agreement re issues list.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/30/25	Rachel Golden	11.00	Review, revise sale order (2.3); review, revise sale motion (1.5); review, revise declaration in support of sale (3.2); conference with M. Levine, K&E team, McDermott re sale process (.6); correspond with C. Leodis re sale considerations (.3); review, analyze asset purchase agreement (1.2); review, revise same (1.8); correspond with C. Li re same (.1).
03/30/25	Kate Hardey	0.50	Review, analyze opposing counsel comments to purchase agreement (.4); conference with O. Kaufmann re same (.1).
03/30/25	Keli Huang	8.40	Conference with J. Schlingbaum, K&E team re intellectual property contracts (.5); conference with A. Morin, K&E team re human resource matters re sale (.5); review, revise disclosure schedules (3.7); review, analyze asset purchase agreement (1.3); prepare issues list re same (.7); conference with R. Golden, K&E team re asset purchase agreement (.2); conference with Ducera team re same (.3); further review, revise disclosure schedules (1.2).
03/30/25	Olivia Kaufmann	1.10	Review, analyze asset purchase agreement (.5); revise asset purchase agreement (.5); correspond with K. Hardey re same (.1).
03/30/25	Constantina Leodis	2.10	Revise sale order (.9); correspond with A. Mohamed, K&E team re open items (.6); review, analyze sale order (.6).
03/30/25	Cara Li	11.90	Conference with J. Schlingbaum, K&E team re intellectual property contracts (.5); conference with A. Morin, K&E team re human resources matters re sale (.5); review, analyze sale documents (3.0); correspond with Company re disclosure matters (.8); review, revise disclosure schedules (3.8); review, analyze related materials (2.1); review, revise sale documents (1.2).
03/30/25	Annika Morin	0.30	Conference with Company re employee matters re sale, disclosure schedules.
03/30/25	Annika Morin	0.50	Review, revise asset purchase agreement.
03/30/25	Annika Morin	0.20	Conference with M. O'Brien, K&E team re transition services agreement re service schedules.
03/30/25	Brian Nakhaimousa	0.30	Conference with R. Golden re sale matters.

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/30/25	Brian Nakhaimousa	0.60	Review, revise sale motion (.5); correspond with R. Golden, K&E team re same (.1).
03/30/25	Srinithi Narayanan	5.00	Review, analyze IP contracts (4.2); review and revise asset purchase agreement (.3); conference with Company re IP contracts and IP representations (.5).
03/30/25	Maureen D. O'Brien	1.30	Conference with A. Morin, K&E team re transition services agreement, asset purchase agreement (.2); review, revise asset purchase agreement (1.1).
03/30/25	Shawn OHargan, P.C.	2.80	Conference with Company re IP contracts, IP representations (.5); review, revise sale order consent (.5); review, analyze asset purchase agreement re excluded liabilities schedule (.5); review, analyze related materials (1.3).
03/30/25	Maddison Malone Riddick	1.80	Draft asset purchase agreement issues list (1.3); conference with Company re disclosure schedules (.3); prepare for same (.2).
03/30/25	Joanna Schlingbaum	0.40	Conference with Company re disclosure schedules re asset purchase agreement.
03/30/25	Nicholas Warther	0.60	Review and analyze tax portions of asset purchase agreement.
03/30/25	Christina Welch	1.80	Conference with Company re disclosure schedules (.4); review, analyze disclosure schedules re IP considerations (.5); review, analyze asset purchase agreement re IP considerations (.5); prepare issues list re same (.4).
03/30/25	Susan Zablocki	6.00	Review, analyze IP search results re IP schedules (1.8); conduct confirmatory IP research (1.2); review, analyze trademark database records (1.1); review, revise asset purchase agreement re IP schedules (1.9).
03/31/25	Matt Advani	1.60	Review, revise asset purchase agreement re tax considerations.
03/31/25	Sloane Bessey	1.60	Review, revise sale order (.8); revise letter re sale credit agreement waiver (.5); correspond with M. Levine, K&E team re same (.3).
03/31/25	John G. Caruso	0.60	Review, analyze asset purchase agreement.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/31/25	Aislinn Comiskey	1.60	Correspond with B. Nakhaimousa, K&E team re sale order (.2); review, revise same (.2); review, revise asset sale motion (.8); correspond with R. Golden, M. Levine, K&E team re same (.2); correspond with B. Nakhaimousa, K&E team re research re same (.2).
03/31/25	Rob Fowler, P.C.	0.30	Review, analyze asset purchase agreement.
03/31/25	Rachel Golden	3.80	Review, revise sale motion (1.0); correspond with A. Comiskey re same (.7); correspond with S. Bessey re consent, waiver letter (.5); review, revise correspondence re same (.4); review, revise asset purchase agreement (.9); correspond with C. Li re same (.1); correspond with C. Li re leases re sale (.2).
03/31/25	Kate Hardey	1.20	Review, analyze asset purchase agreement (.8); conference with O. Kaufmann, K&E team re same (.4).
03/31/25	Jackie Heffernan	0.90	Revise asset purchase agreement re employee benefit and WARN Act considerations.
03/31/25	Keli Huang	10.30	Conference with S. OHargan, C. Li, K&E team re asset purchase agreement re issues list (1.0); conference with Ducera team, Company, S. OHargan, K&E team re same (1.0); conference with Ducera team, RSM team, S. OHargan, K&E team re asset purchase agreement re proceeds waterfall (.5); review, revise asset purchase agreement re issues list (6.8); conference with Ducera team re asset purchase agreement re purchase price adjustment (.5); correspond with PH team re asset purchase agreement re issues list (.5).
03/31/25	Olivia Kaufmann	1.10	Review, revise asset purchase agreement re issues list (.2); correspond with K. Hardey, K&E team re same (.1); review, revise asset purchase agreement (.6); correspond with K. Hardey, K&E team re same (.2).
03/31/25	Maddison Levine	0.80	Research re APA issues, sales taxes (.3); correspond and conference with S. OHargan, K&E team re same (.3); review, revise summary re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/31/25	Cara Li	8.40	Review, analyze contracts (1.8); review, revise disclosure schedules (1.7); correspond with Company re disclosure schedules (1.0); review, analyze transition services agreement (2.4); prepare issues list re same (.5); conference with S. OHargan, K. Huang, K&E team re asset purchase agreement re issues list (1.0).
03/31/25	Mallory Elise McKenzie	2.60	Review, revise asset purchase agreement re issues list (.5); further revise asset purchase agreement (1.1); conference with Company re asset purchase agreement (1.0).
03/31/25	Annika Morin	0.20	Review, revise asset purchase agreement.
03/31/25	Brian Nakhaimousa	5.30	Review, revise asset purchase agreement (.5); correspond with K. Huang re same (.1); review, revise sale order (3.8); review, analyze precedent re same (.8) correspond with S. Bessey, K&E team re order (.1).
03/31/25	Brian Nakhaimousa	2.70	Review, revise sale order (2.5); correspond with S. Bessey, K&E team re same (.1); correspond with S. Bessey re sale issues (.1).
03/31/25	Srinithi Narayanan	2.80	Review, revise disclosure schedules (.5); review, analyze IP contracts (.8); review, revise asset purchase agreement (1.0); correspond with Company re IP representations, agreements (.5).
03/31/25	Shawn OHargan, P.C.	7.40	Review, analyze asset purchase agreement (2.1); review, revise issues list (.4); telephone conference with Company re asset purchase agreement (1.0); telephone conference with D. Hunter, K&E team re same (.3); further review, analyze asset purchase agreement (2.4); telephone conference with Ducera team, K. Huang, K&E team re same (.7); review, analyze sale documents (.5).
03/31/25	Scott D. Price, P.C.	1.00	Telephone conference with S. OHargan, K&E team re employee compensation issues re sale transaction.
03/31/25	Maddison Malone Riddick	2.30	Review, revise asset purchase agreement re issues list (1.0); review, revise asset purchase agreement (1.3).
03/31/25	Chris M. Salvatore	1.30	Review, analyze asset purchase agreement (.5); review, revise same (.6); review, revise same re issues list (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050119802
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/31/25	Joanna Schlingbaum	4.40	Review, revise summary re necessary consents re transferring IP license agreements (3.1); review, revise asset purchase agreement (1.1); draft schedule of independent contractor agreements re disclosure schedules (.2).
03/31/25	Anthony Vincenzo Sexton, P.C.	0.40	Analyze asset sale tax issues.
03/31/25	Matthew Sinclair-Thomson	0.50	Review, revise asset purchase agreement re ex-US antitrust considerations.
03/31/25	Nicholas Warther	1.70	Review and revise tax portions of asset purchase agreement (.8); correspond with K. Huang, K&E team re same (.4); telephone conference with Company, K. Huang, K&E team re same (.5).
03/31/25	Christina Welch	1.40	Review, revise asset purchase agreement re intellectual property considerations.
Total		949.10	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050119803
Client Matter: 58395-9

In the Matter of Executory Contracts and Unexpired Leases

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	\$ 304,861.00
Total legal services rendered	\$ 304,861.00

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
 Matter Number: 58395-9

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	19.70	1,065.00	20,980.50
Ziv Ben-Shahar	24.80	1,195.00	29,636.00
Sloane Bessey	6.60	1,065.00	7,029.00
Caroline Buthe	35.40	880.00	31,152.00
Aislinn Comiskey	28.00	880.00	24,640.00
Julia Fletcher	26.70	880.00	23,496.00
Rachel Golden	3.50	1,195.00	4,182.50
Jeffrey Ross Goldfine	0.30	1,745.00	523.50
Maddison Levine	7.40	1,465.00	10,841.00
Dominick Vito Manetta	14.20	880.00	12,496.00
Brian Messing	3.80	1,065.00	4,047.00
Brian Nakhaimousa	12.30	1,465.00	18,019.50
Sarah Osborne	2.10	1,065.00	2,236.50
Joshua Raphael	0.40	1,195.00	478.00
Michael A. Sloman	1.70	1,375.00	2,337.50
Ishaan G. Thakran	4.00	1,065.00	4,260.00
Mary Catherine Young	90.80	1,195.00	108,506.00
TOTALS	281.70		\$ 304,861.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/02/25	Caroline Buthe	1.80	Review, analyze executory contracts re assumption.
03/02/25	Mary Catherine Young	0.50	Review, analyze lease issues.
03/03/25	Michael Beauchamp	4.10	Correspond with contract counterparties, AlixPartners, Z. Ben-Shahar, K&E team re cure disputes (1.3); review, analyze related materials (1.6); draft summary re same (1.2).
03/03/25	Caroline Buthe	1.20	Review, analyze executory contracts (.7); telephone conference with B. Nakhaimousa, lease counterparty re post-petition lease agreement (.4); correspond with J. Fletcher re same (.1).
03/03/25	Aislinn Comiskey	6.70	Review, analyze executory contracts re assumption (3.9); draft summary re same (2.6); correspond with M. Young, K&E team re same (.2).
03/03/25	Julia Fletcher	6.30	Review, analyze executory contracts re assumption (3.9); draft summary re same (2.0); telephone conference with M. Young re lease issues (.4).
03/03/25	Maddison Levine	0.30	Telephone conference with M. Young, Company re lease amendments (.2); review, analyze same (.1).
03/03/25	Dominick Vito Manetta	2.10	Review, analyze executory contracts re assumption.
03/03/25	Brian Nakhaimousa	0.90	Conference with counsel to landlord, M. Young re lease matters (.5); correspond with M. Young re lease matters (.4).
03/03/25	Mary Catherine Young	4.60	Review, revise contract rejection motion (.8); correspond with C. Buthe, K&E team re executory contract rejection research (1.3); correspond with M. Levine, K&E team re issue (.4); correspond with M. Levine, K&E team re lease agreement issue (.5); telephone conference with landlord counsel re same (.5); review, analyze issues re same (.4); correspond with landlords, J. Fletcher, K&E team re lease rejection issues (.7).
03/04/25	Ziv Ben-Shahar	1.10	Review, analyze lease issues (.4); correspond with M. Young, PH re same (.3); review, analyze research re same, rejection issues (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/04/25	Caroline Buthe	6.20	Review, analyze executory contracts (1.6); research re lease rejection issue (3.9); draft summary re same (.7).
03/04/25	Aislinn Comiskey	3.70	Conference with J. Fletcher re executory contract rejection analysis (.2); correspond with M. Young, K&E team re same (.4); analyze executory contracts re same (2.7); revise executory contract rejection summary re same (.4).
03/04/25	Julia Fletcher	3.90	Review, analyze executory contract rejection schedule (.6); research re rejection (3.3).
03/04/25	Maddison Levine	1.10	Review, analyze lease issues (.4); correspond with M. Young, PH re same (.3); review, analyze research re same, rejection issues (.4).
03/04/25	Dominick Vito Manetta	3.50	Review, analyze executory contracts re assumption.
03/04/25	Brian Nakhaimousa	0.20	Correspond with M. Young re lease matters.
03/04/25	Mary Catherine Young	4.90	Correspond with J. Fletcher, K&E team re executory contract rejection schedule issues (.7); review, revise post-petition lease agreement (.5); correspond with landlord's counsel re issue (.3); review, revise contract rejection motion (.7); review, analyze issues re same (.4); review, analyze issue re lease assignment (.5); correspond with landlord's counsel, M. Levine, K&E team re lease issue (.4); analyze lease amendment (.3); review, analyze research re executory contracts (.3); research re lease rejection (.8).
03/05/25	Michael Beauchamp	0.60	Correspond with Z. Ben-Shahar, counsel to counterparties to executory contracts and unexpired leases re cure dispute.
03/05/25	Caroline Buthe	3.00	Revise company lease amendment (1.2); correspond with M. Levine, K&E team re same (.1); correspond with M. Young re lease issues (.2); correspond with M. Levine re same (.2); revise summaries re executory motions (1.2); correspond with M. Young re same (.1).
03/05/25	Julia Fletcher	0.50	Review and revise research summary re rejection of assignment agreement.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/05/25	Maddison Levine	0.90	Review, analyze post-petition rejection research (.3); correspond with M. Young, K&E team re same (.2); review, analyze PSP lease amendments (.2); correspond with M. Young re same (.2).
03/05/25	Brian Messing	2.00	Review, analyze precedent re post-petition breach of executory contract and remedies re same (1.4); draft summary re same (.6).
03/05/25	Brian Nakhaimousa	0.70	Conference with Hilco, M. Levine re status of various lease negotiations (.5); correspond with Hilco re status of lease negotiations (.2).
03/05/25	Mary Catherine Young	7.40	Review, analyze executory contract rejection summary (1.5); review, analyze research re rejection issue (.4); review, revise lease amendment (.5); review, revise lease rejection research summary (.3); review, analyze contract rejection research (3); correspond with C. Buthe, K&E team re same (.7); review, analyze lease assignment research (.4); review, analyze correspondence re lease, contract rejection issues (.3); conference with Hilco re real estate issues (.3).
03/06/25	Michael Beauchamp	3.30	Correspond with counsel to counterparties to executory contracts and unexpired leases re assumption disputes (1.4); draft summary re same (1.6); correspond with Z. Ben-Shahar re same (.3).
03/06/25	Caroline Buthe	2.30	Research re rejection issue (1.5); correspond with M. Young re same (.3); correspond with J. Fletcher re same (.1); correspond with M. Young re executory contract review (.1); correspond with AlixPartners re same (.1); revise summaries re same (.2).
03/06/25	Julia Fletcher	2.90	Research re rejection (2.6); review and analyze notices of assumption (.3).
03/06/25	Brian Messing	1.80	Review, analyze precedent re post-petition breach (1.1); review, revise summary re same (.4); correspond with M. Levine, J. Fletcher re same (.3).
03/06/25	Brian Nakhaimousa	1.10	Review, revise lease amendment (.4); correspond with M. Young, K&E team re same (.1); correspond with M. Young, K&E team re rejection of executory contracts (.4); correspond with YCST re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/06/25	Mary Catherine Young	4.50	Correspond with landlords' counsel, Alix team, C. Buthe, K&E team re contract rejection motion (1.7); review, analyze issues, motion re same (2.8).
03/07/25	Michael Beauchamp	0.40	Correspond with counsel to unexpired lease counterparties re assumption disputes.
03/07/25	Michael Beauchamp	2.70	Correspond with Z. Ben-Shahar, counsel to counterparties of executory contracts and unexpired leases re assumption disputes (1.2); telephone conference with counsel to counterparties of executory contracts and unexpired leases re same (.4) review, analyze related materials (1.1).
03/07/25	Ziv Ben-Shahar	0.30	Correspond with M. Beauchamp, K&E team re cures reconciliation.
03/07/25	Sloane Bessey	0.40	Correspond with Z. Ben-Shahar, K&E team re cure objections.
03/07/25	Caroline Buthe	0.50	Review, analyze executory contracts (.4); revise summaries re same (.1).
03/07/25	Aislinn Comiskey	0.90	Review, revise executory contract summary (.8); correspond with C. Buthe, K&E team re same (.1).
03/07/25	Julia Fletcher	0.80	Review and revise executory contract rejection summary.
03/07/25	Maddison Levine	0.50	Review, revise contract rejection motion (.2); review, analyze issues re same (.2); correspond with M. Young re same (.1).
03/07/25	Dominick Vito Manetta	1.20	Review, analyze executory contracts (.5) draft, revise cure objection summary (.7).
03/07/25	Brian Nakhaimousa	0.30	Correspond with M. Young re rejection motion.
03/07/25	Mary Catherine Young	3.30	Review, analyze summary re executory contracts for rejection schedule (1.2); correspond with B. Nakhaimousa re contract rejection motion (.2); correspond with B. Nakhaimousa, K&E team re lease considerations (.4); correspond with AlixPartners re lease assignment rejection issue (.5); correspond with landlord's counsel, Company re post-petition lease agreement (.7); review, analyze correspondence re lease, contract rejection, assumption issues (.3).

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
 Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/09/25	Aislinn Comiskey	0.60	Revise executory contract summary (.3); correspond with M. Young, K&E team, AlixPartners re same (.3).
03/09/25	Mary Catherine Young	0.70	Review, analyze executory contract rejection summary (.4); correspond with C. Buthe, K&E team re same (.3).
03/10/25	Michael Beauchamp	0.80	Correspond with Alix team, counsel to counterparties of executory contracts and unexpired leases re assumption disputes (.5); review, analyze related materials re same (.3).
03/10/25	Ziv Ben-Shahar	1.90	Analyze issues re vendor agreements (1.4); correspond with A. Comiskey, K&E team re same (.5).
03/10/25	Sloane Bessey	1.50	Correspond with Z. Ben-Shahar, K&E team, Akin team re cure objections (.5); correspond with contract counterparty, Z. Ben-Shahar re same (.5); telephone conference with Q. Wetzel re same (.3); analyze summary re same (.2).
03/10/25	Caroline Buthe	0.50	Revise notice of omnibus rejection motion (.3); correspond with M. Levine, M. Young re same (.1); correspond with YC team re same (.1).
03/10/25	Aislinn Comiskey	0.10	Correspond with M. Young, AlixPartners re executory contract rejection schedule.
03/10/25	Aislinn Comiskey	0.50	Correspond with Z. Ben-Shahar, K&E team, Alix team re Company vendor matter.
03/10/25	Julia Fletcher	1.00	Review, analyze landlord motion to compel.
03/10/25	Maddison Levine	1.60	Telephone conference with AlixPartners, M. Young, K&E team re lease rejections (.4); review, revise contract rejection motion (.8); correspond with B. Nakhaimousa, K&E team re same, filing of same (.4).
03/10/25	Mary Catherine Young	4.50	Correspond with lease, contract counterparties, AlixPartners re rejection issues (1.3); correspond with AlixPartners, Hilco team re Vitamin Shoppe leases (.5); review, analyze contract, lease rejection issues (.3); review, revise contract rejection motion (1.4); conference with AlixPartners re rejection damages claims (.5); conference with B. Nakhaimousa, K&E team re American Freight contract, lease issues (.5).

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
 Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/11/25	Ziv Ben-Shahar	0.40	Correspond with A. Comiskey, K&E team re vendor matter.
03/11/25	Caroline Buthe	0.80	Telephone conference with the Company, M. Levine, K&E team re lease issues (.5); draft, revise summary re same (.3).
03/11/25	Aislinn Comiskey	0.60	Correspond with Z. Ben-Shahar, K&E team Alix, Company, counterparty re vendor issue.
03/11/25	Julia Fletcher	0.50	Conference with M. Young, K&E team and Cole Schotz team re landlord motion to compel.
03/11/25	Brian Nakhaimousa	0.50	Conference with M. Young, K&E team, Company re Fifth & Alton motion to compel.
03/11/25	Mary Catherine Young	3.90	Review, analyze lease, contract rejection, assumption issues (1.1); conference with Company, B. Nakhaimousa, K&E team re lease counterparty motion (.5); conference with Company re PSP contract, lease issues (.5); review, analyze lease counterparty motion (.6); conference with Company re same (.2); conference with Alix team re contract counterparty fees (.3); review, analyze leases re assignment issue (.7).
03/12/25	Ziv Ben-Shahar	1.50	Analyze vendor issue (.7); correspond with A. Comiskey, K&E team, re same (.3); review, analyze master services agreement re same (.5).
03/12/25	Caroline Buthe	1.80	Telephone conference with B. Nakhaimousa, landlord's counsel re lease issue (.3); telephone conference with B. Nakhaimousa, K&E team re same (.2); draft, revise summary re same (.5); telephone conference with M. Levine, K&E team, Hilco team, YC team re rejection and assumption schedules (.5); draft, revise summary re same (.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/12/25	Julia Fletcher	2.50	Conference with M. Young, K&E team and landlord counsel re motion to compel (.5); correspond with AlixPartners re assumption of lease (.1); telephone conference with M. Levine, K&E team, AlixPartners, YC, Hilco teams re assumption and rejection schedules (.4); review, analyze leases and assignments re Company obligations (1.2); correspond with AlixPartners and C. Li, K&E team re lease rejections (.2); correspond with landlord counterparty re lease assumption (.1).
03/12/25	Maddison Levine	1.10	Telephone conference with B. Nakhaimousa, M. Young re lease works in process (.4); telephone conference with Alix, B. Nakhaimousa, K&E team re lease rejection and assumption schedules (.3); review, analyze same (.4).
03/12/25	Dominick Vito Manetta	0.30	Telephone conference with M. Levine, B. Nakhaimousa, K&E team, Hilco, AlixPartners re executory contract assumption, rejection, cure disputes.
03/12/25	Brian Nakhaimousa	1.20	Telephone conference with M. Young, landlord counterparty re lease (.3); conferencing with M. Young re same (.1); correspond with M. Young re lease matters (.8).
03/12/25	Joshua Raphael	0.40	Conference with M. Young, K&E team re assumption/rejection schedules.
03/12/25	Mary Catherine Young	3.80	Review, analyze lease, contract rejection, assumption issues (.6); telephone conference with opposing counsel re landlord counterparty motion (.5); correspond with M. Levine, K&E team, landlords' counsel re lease assumption issues (.5); review, analyze leases re franchisee assignment issue (.4); telephone conference with AlixPartners re assumption, rejection schedules (.5); correspond with landlords' counsel re issue (.3); review, analyze issues re same (.2); review, analyze issues re executory contracts, contract counterparty (.8).
03/13/25	Ziv Ben-Shahar	0.10	Correspond with M. Young, K&E team re rejection motions.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/13/25	Ziv Ben-Shahar	2.30	Correspond with A. Comiskey, K&E team, re vendor issue (.9); analyze schedules of rejected contracts re same (.4); analyze services agreement re same (.4); analyze issues re same (.2); correspond with Alix team re same (.4).
03/13/25	Sloane Bessey	1.10	Review, analyze cure objection (.4); correspond with B. Nakhaimousa, K&E team re same (.5); correspond with B. Nakhaimousa, K&E team, YC team re same (.2).
03/13/25	Aislinn Comiskey	1.40	Review and analyze contract rejection motions re same (.8); draft summary re same (.6).
03/13/25	Aislinn Comiskey	0.90	Correspond with Z. Ben-Shahar, B. Nakhaimousa, K&E team, Alix team re vendor issue.
03/13/25	Julia Fletcher	0.70	Research re assumption.
03/13/25	Brian Nakhaimousa	0.50	Conference with M. Young, Cole Schotz, Company re lease matter (.4); correspond with M. Young re lease matter (.1).
03/13/25	Mary Catherine Young	4.30	Telephone conference with YC team re contract counterparty issue (.2); review, analyze considerations re same (.3); correspond with landlords' counsel re issues (.5); review, analyze Plan re cure, rejection schedule (.3); correspond with J. Raphael re same (.2); conference with Company re PSP lease, contract issues (.5); conference with Cole Schotz re contract counterparty issue (.5); correspond with contract, lease counterparties re assumption, rejection issues (1); review, analyze lease assignment summary (.8).
03/14/25	Mary Catherine Young	2.50	Conferences with B. Nakhaimousa, K&E team re lease, contract rejection, assumption works in process (.6); review, analyze correspondence re ongoing lease, contract rejection issues (.4); review, analyze lease counterparty motion (.3); correspond with Company re lease issue (.2); review, analyze issues re lease works in process, priority items (.4); correspond with landlords re same (.6).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/15/25	Brian Nakhaimousa	0.20	Review, comment on CNO re omnibus rejection motion (.1); correspond with Z. Ben Shahar re same (.1).
03/17/25	Michael Beauchamp	2.30	Research re rent issue (1.9); correspond with counsel to landlord, Z. Ben-Shahar re same (.4).
03/17/25	Caroline Buthe	0.40	Telephone conference with M. Young, K&E team, Company re lease issues (.2); draft, revise summary re same (.2).
03/17/25	Julia Fletcher	0.30	Conference with M. Young, K&E team re lease assignments.
03/17/25	Maddison Levine	0.50	Telephone conference with Company, M. Young, K&E team, Alix re lease assignments.
03/17/25	Brian Nakhaimousa	0.10	Review, analyze lease counterparty motion to compel payment.
03/17/25	Brian Nakhaimousa	0.30	Correspond with M. Young re lease matters.
03/17/25	Mary Catherine Young	3.40	Correspond with B. Nakhaimousa, K&E team re lease, contract rejection priority items (1.3); review, analyze summary re same (.3); correspond with local counsel re MDP contracting issue (.4); review, analyze lease assignment research (.4); correspond with Alix team re lease counterparty motion to compel payment (.2); review, analyze considerations re contract rejection (.3); telephone conference with Company re lease assignment issue (.5).
03/18/25	Michael Beauchamp	0.90	Correspond with contract counterparties, Alix team, Z. Ben-Shahar, K&E team re outstanding cures (.6); review, analyze related materials (.3).
03/18/25	Sloane Bessey	0.50	Correspond with Z. Ben-Shahar, K&E team, Alix team re cure objections (.2); correspond with Z. Ben-Shahar, opposing counsel re same (.2); revise summary re same (.1).
03/18/25	Caroline Buthe	1.10	Telephone conference with M. Young, the Company re lease issue (.4); draft, revise summary re same (.3); telephone conference with M. Young, landlord's counsel re lease issue (.1); draft, revise summary re same (.2); correspond with Alix team re lease issue (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/18/25	Julia Fletcher	0.40	Conference with M. Young, K&E team, YC team re lease issues (.3); conference with M. Young, K&E team, counterparty counsel re rejection (.1).
03/18/25	Dominick Vito Manetta	0.20	Review, revise summary re cure objection.
03/18/25	Ishaan G. Thakran	0.30	Correspond with R. Golden, K&E team re lease issue (.2); correspond with AlixPartners re same (.1).
03/18/25	Mary Catherine Young	3.00	Telephone conference with landlord counsel re lease issue (.3); conference with Company management re lease, vendor issues (.5); correspond with Kroll, contract counterparty counsel re contract issue (.3); correspond with YC team re motion to compel payment (.4); conference with opposing counsel re same (.5); correspond with Alix team re lease, contract issues (.5); correspond with contract, lease counterparties re rejection issues (.5).
03/19/25	Caroline Buthe	0.20	Correspond with Alix team re lease issue (.1). correspond with M. Young, J. Fletcher re same (.1).
03/19/25	Julia Fletcher	0.30	Conference with C. Buthe re lease issue, strategy (.1); draft correspondence to Alix team re same (.2).
03/19/25	Brian Nakhaimousa	0.20	Correspond with M. Young re lease matters.
03/19/25	Mary Catherine Young	2.20	Correspond and conferences with landlord counsel re lease assumption, rejection issues (.4); conference with M. Levine, K&E team re lease work in process (.8); correspond with Hilco team re rejection timing issues (.5); correspond with Company re property abandonment (.2); correspond and conference with PH team re lease issue (.3).
03/20/25	Caroline Buthe	0.10	Correspond with M. Young re lease issue.
03/20/25	Julia Fletcher	0.60	Correspond with AlixPartners re lease issue (.2); correspond with M. Young, K&E team re same (.1); correspond with Kroll re distribution of lease documents (.3).
03/20/25	Rachel Golden	2.40	Correspond with AlixPartners re contract considerations (.6); correspond with Company re contract considerations (.3); review, analyze contracts re same (1.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/20/25	Mary Catherine Young	3.80	Review, analyze correspondence re lease, contract assumption, rejection issues (.5); conference with B. Nakhaimousa re contract counterparty issues (.2); telephone conference with opposing counsel re same (.5); correspond with landlord's counsel re lease amendment (.3); correspond with B. Nakhaimousa re lease counterparty motion to compel payment (.2); conference with Company re lease issues (.5); correspond with landlord, contract counterparty counsel re lease, contract assumption, rejection issues (.7); conference with landlord's counsel re lease amendment (.3); correspond with Hilco team, landlords, contract counterparties re lease amendment, contract assumption, rejection issues (.3); review, analyze contract counterparty suggestion of bankruptcy (.3).
03/21/25	Caroline Buthe	1.50	Review, analyze issues re executory contracts.
03/21/25	Aislinn Comiskey	3.80	Revise executory contract summary (1.6); review and analyze executory contracts re rejection analysis (1.9); correspond with M. Young, K&E team re executory contracts analysis (.3).
03/21/25	Julia Fletcher	0.60	Review, analyze rejection schedule.
03/21/25	Jeffrey Ross Goldfine	0.30	Telephone conference with M. Young and B. Nakhaimousa re lease counterparty motion to compel payment.
03/21/25	Brian Nakhaimousa	1.70	Conference with M. Young, J. Goldfine re lease counterparty motion to compel payment (.5); conferences with M. Young re same (.2); review, analyze motion, related issues re same (.5); correspond with J. Goldfine, K&E team re cure objections and next steps (.2); correspond with opposing counsel re same re cure objection (.2); correspond with M. Young re letter re contract counterparty (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/21/25	Mary Catherine Young	4.80	Correspond with Kroll team, contract counterparty re contract counterparty letter to landlords (.4); correspond with B. Nakhaimousa, K&E team, Alix team, Company, landlord, contract counterparty counsel re ongoing lease, contract rejection, assumption issues (1.8); review, analyze contract counterparty suggestion of bankruptcy (.6); correspond with S. Bessey re same (.2); review, analyze issues re lease counterparty motion to compel payment (.8); conference with J. Goldfine, K&E team re same (.5); correspond with Alix team re contract rejection schedule (.5).
03/22/25	Aislinn Comiskey	4.40	Review and analyze contracts re executoriness (3.7); revise cure summary re same (.7).
03/22/25	Brian Nakhaimousa	1.20	Review, analyze lease counterparty motion to compel (.8); correspond with counsel to same re same (.1); correspond with M. Young re same (.1); review, analyze letter re personal injury re lease (.1); correspond with J. Fletcher, K&E team re same (.1).
03/22/25	Mary Catherine Young	5.50	Review, analyze lease counterparty motion to compel (1.2); draft, revise objection re same (3.6); correspond with B. Nakhaimousa re same (.2); conference with K. Huang, K&E team re same (.5).
03/23/25	Michael Beauchamp	0.40	Correspond with counsel to landlords re lease matters.
03/23/25	Caroline Buthe	1.30	Review, analyze executory contracts re executoriness (1.2); correspond with M. Young re lease issue (.1).
03/23/25	Aislinn Comiskey	1.60	Review and analyze rejection schedule re executory contract analysis (1.1); revise cure summary re same (.3); correspond with D. Manetta, K&E team re same (.2).
03/23/25	Julia Fletcher	1.80	Review, analyze rejection schedule.
03/23/25	Dominick Vito Manetta	2.70	Review, analyze executory contracts to reject.
03/23/25	Brian Nakhaimousa	0.50	Conference with counsel to lease counterparty, M. Young re motion to compel.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/23/25	Mary Catherine Young	1.50	Review, revise lease counterparty objection (.9); telephone conference with landlord's counsel re same (.4); conference with B. Nakhaimousa re same (.2).
03/24/25	Michael Beauchamp	2.30	Review, analyze executory contracts and unexpired leases re rejection (1.8); correspond with R. Golden, K&E team re same (.5).
03/24/25	Michael Beauchamp	1.90	Correspond with counsel to landlords (.8); review, analyze related materials re issues re same (1.1).
03/24/25	Ziv Ben-Shahar	0.60	Conference with D. Manetta, K&E team re cure reconciliations.
03/24/25	Ziv Ben-Shahar	4.70	Review, analyze executory contracts and unexpired leases (3.4); correspond with M. Young, K&E team re same (.8); analyze issues re same (.5).
03/24/25	Sloane Bessey	2.60	Video conference with M. Beauchamp, K&E team re outstanding cure objections (.3); correspond with M. Beauchamp, K&E team, Alix team re same (.5); review, analyze contracts re executory status (1.8).
03/24/25	Caroline Buthe	5.60	Review, analyze executory contracts (.8); draft certificate of no objection re omnibus lease rejection motion (.5); telephone conference with B. Nakhaimousa, K&E team, Company, Cole Schotz team re lease issue (.4); draft, revise summary re same (.3); research re lease issue (3.2); telephone conference with R. Golden re same (.4).
03/24/25	Aislinn Comiskey	2.80	Revise rejection schedule, executory contract summary (1.0); review and analyze contracts re executory nature (1.3); correspond with M. Young, K&E team re same (.5).
03/24/25	Julia Fletcher	1.50	Conference with B. Nakhaimousa, K&E team, YC team re outstanding lease issues, motion, objection (.3); review, analyze rejection schedule (1.2).
03/24/25	Dominick Vito Manetta	1.80	Review, analyze executory contracts re rejection (1.3); review, revise cure disputes summary (.2); telephone conference with Z. Ben-Shahar, K&E team re same (.3).
03/24/25	Dominick Vito Manetta	0.70	Research re executory contract matters.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/24/25	Brian Nakhaimousa	0.40	Conference with M. Young, K&E team, Company re lease counterparty motion to compel.
03/24/25	Sarah Osborne	2.10	Review, analyze contracts re executory nature (1.7); draft summary re same (.4).
03/24/25	Ishaan G. Thakran	3.70	Review, analyze leases and contracts re rejection schedule (3.3); correspond with R. Golden, K&E team re same (.4).
03/24/25	Mary Catherine Young	2.90	Conference with Company, Alix team, M. Levine, K&E team re American Freight contracts, lease issues (.5); review, analyze summary re contract rejections (.5); conference with Company, Cole Schotz team re lease counterparty motion (.5); correspond with C. Buthe, K&E team, landlords, contract counterparties re contract, lease assumption, rejection issues (1.4).
03/25/25	Ziv Ben-Shahar	3.90	Correspond with cure counterparties re reconciliations (2.5); correspond with Alix team re reconciliations, invoices for post-petition amounts (.5); review, analyze post-petition invoices and strategy (.9).
03/25/25	Sloane Bessey	0.20	Correspond with M. Young, K&E team re lease issue.
03/25/25	Caroline Buthe	4.40	Revise certificate of no objection re omnibus lease rejection motion (.2); correspond with M. Levine re same (.1); correspond with YC team re same (.1); correspond with M. Sloman re lease issue (.1); research re same (3.6); correspond with M. Levine, B. Nakhaimousa re same (.1); correspond with Alix team re contract assumption inquiry (.1); correspond with vendor re same (.1).
03/25/25	Julia Fletcher	0.40	Review, analyze lease re indemnification.
03/25/25	Dominick Vito Manetta	0.40	Correspond with counterparties re cure disputes (.2); research re adequate protection, cures (.2).
03/25/25	Brian Nakhaimousa	0.20	Correspond with M. Young re lease rejection matters (.1); review, analyze revised lease (.1);
03/25/25	Michael A. Sloman	1.10	Review, analyze LOC issue (.4); review, analyze research re same (.5); correspond with C. Buthe, K&E team re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	Mary Catherine Young	3.00	Correspond with Company, Alix team, landlords, contract counterparties re lease, contract assumption, rejection issues (1.5); conference with Company re franchisee contract issues (.5); telephone conference with Company re lease amendment, assumption issues (.4); correspond with B. Nakhaimousa, K&E team re same (.6).
03/26/25	Ziv Ben-Shahar	8.00	Analyze issues re schedule of rejected contracts (3.6); correspond with Kroll team re service of same (.6); research re rejected contracts (3.8).
03/26/25	Sloane Bessey	0.20	Correspond with M. Young re lease matter (.1); conference with M. Levine, K&E team re contract claimant objection (.1).
03/26/25	Caroline Buthe	0.50	Correspond with vendor re contract assumption inquiry (.1); telephone conference with M. Levine, Company re lease issue (.2); revise summary re same (.2).
03/26/25	Julia Fletcher	1.10	Review, revise lease rejection surrender letter (.8); correspond with counterparty re lease (.1); draft correspondence to Alix team re indemnification (.2).
03/26/25	Rachel Golden	0.70	Review, analyze assumption, rejection contract schedules (.5); correspond with AlixPartners re same (.2).
03/26/25	Maddison Levine	0.50	Correspond with M. Young re lease rejections (.3); review, analyze issues re same (.2).
03/26/25	Dominick Vito Manetta	1.30	Research re assumption considerations.
03/26/25	Brian Nakhaimousa	0.20	Correspond with J. Fletcher re lease matters.
03/26/25	Michael A. Sloman	0.50	Telephone conference with Company re landlord letter of credit draw (.2); correspond with M. Levine, K&E team re same (.3).
03/26/25	Mary Catherine Young	5.70	Correspond with Alix team, B. Nakhaimousa, K&E team, landlords' counsel re lease amendments, assumption issues, contract rejection schedule (1.3); review, analyze contract rejection schedule issues (1.3); correspond with Alix team re same (.7); conference with Alix team re American Freight lease, contract rejection issues (.5); review, analyze contract rejection schedule (1.3); correspond and conferences with Alix team re same (.6).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/27/25	Julia Fletcher	0.20	Review, revise surrender letter.
03/27/25	Rachel Golden	0.40	Correspond with C. Buthe, AlixPartners re outstanding postpetition amounts (.2); correspond with contract counterparty re same (.2).
03/27/25	Brian Nakhaimousa	1.00	Correspond with M. Sloman, K&E team re lease matters (.3); correspond with various counsels to cure claimants re conference to discuss same (.7).
03/27/25	Michael A. Sloman	0.10	Correspond with B. Nakhaimousa, K&E team re landlord letter of credit draw.
03/27/25	Mary Catherine Young	1.90	Correspond with lease counterparty, Company, AlixPartners re rent payment (.5); conference with Company re franchisee contract issues (.5); review, revise lease counterparty objection (.4); correspond with B. Nakhaimousa, K&E team re same (.3); review, analyze contract, lease assumption, rejection issues (.2).
03/28/25	Julia Fletcher	0.40	Correspond with AlixPartners re indemnification (.1); correspond with AlixPartners re lease rejection (.1); review, analyze abandonment of personal property, lease rejections (.2).
03/28/25	Mary Catherine Young	2.10	Review, revise lease counterparty objection (.7); review, analyze issues re same (.3); review, analyze issues re franchisee (.3); telephone conference with Company re same (.5); correspond with landlords, contract counterparties re lease, contract assumption, rejection issues (.3).
03/30/25	Brian Nakhaimousa	0.50	Conference with M. Young, K&E team, counsel to franchisee re lease matters (.3); conference with M. Young re lease matters (.2).
03/31/25	Sloane Bessey	0.10	Correspond with opposing counsel re cure objection.
03/31/25	Caroline Buthe	2.20	Telephone conference with Company, B. Nakhaimousa, K&E team re lease issue (.2); draft summary re same (.1); research re same (1.9).
03/31/25	Maddison Levine	0.90	Review, analyze lease issues (.4); correspond with Alix re ABL lease reserve (.3); review, analyze issues re same (.2).

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050119803
 Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/31/25	Brian Nakhaimousa	0.40	Conference with M. Young, K&E team, re executory contract matters (.2); correspond with M. Young re same (.2).
03/31/25	Mary Catherine Young	6.10	Correspond with B. Nakhaimousa, Company, AlixPartners, contract counterparties, landlords re lease, contract assumption and rejection works in process (.4); conference with Company re American Freight lease, contract issues (.5); conference with opposing counsel re franchisee issue (.3); conference with B. Nakhaimousa re same (.7); review, analyze issues re same (1.7); correspond with Cole Schotz team re lease counterparty proposal (.2); review, analyze pleadings re American Freight Newco APA lease issue (.3); conference with counterparty re same (.5); correspond with B. Nakhaimousa, K&E team re same (.3); correspond with C. Buthe re vendor issue (.2); conference with Company re franchisee (.5); conferences with Cole Schotz, B. Nakhaimousa re lease counterparty proposal (.5).
Total		281.70	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119804
Client Matter: 58395-10

In the Matter of Business Operations

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 17,314.50</u>
Total legal services rendered	\$ 17,314.50

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Business Operations

Invoice Number: 1050119804
 Matter Number: 58395-10

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ziv Ben-Shahar	3.20	1,195.00	3,824.00
Julia F. Burnson	0.30	685.00	205.50
Rachel Golden	1.80	1,195.00	2,151.00
Maddison Levine	2.50	1,465.00	3,662.50
Brian Nakhaimousa	5.10	1,465.00	7,471.50
TOTALS	12.90		\$ 17,314.50

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Business Operations

Invoice Number: 1050119804
Matter Number: 58395-10

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Maddison Levine	0.80	Telephone conference with B. Nakhaimousa, K&E team, Company re American Freight business operations (.5); review, analyze presentation re same (.3).
03/03/25	Brian Nakhaimousa	0.50	Conference with Company, Alix team, M. Levine re American Freight wind down status, next steps.
03/04/25	Ziv Ben-Shahar	3.20	Review, analyze state registrations and business license issues (2.4); correspond with S. Osborne, K&E team, Company re same (.8).
03/04/25	Maddison Levine	0.80	Review, analyze state registrations and business license issues (.4); correspond with S. Osborne, K&E team, Company re same (.4).
03/05/25	Brian Nakhaimousa	0.30	Correspond with N. Greenblatt, D. Hunter re American Freight wind down matters.
03/07/25	Maddison Levine	0.90	Telephone conference with Company, S. OHargan, K&E team re business operations and state licenses (.6); review, analyze issues re same (.3).
03/07/25	Brian Nakhaimousa	0.50	Conference with Company, M. Levine, K&E team re license issues re wind down of American Freight.
03/10/25	Brian Nakhaimousa	0.30	Conference with Company, Alix team, M. Levine re American Freight wind down status, next steps.
03/11/25	Brian Nakhaimousa	0.10	Correspond with D. Maliniak, AlixPartners re American Freight liquidation.
03/14/25	Brian Nakhaimousa	0.90	Correspond with M. Young, K&E team re American Freight wind down matters (.4); conference with Alix, Company re American Freight wind down status, next steps (.5).
03/17/25	Brian Nakhaimousa	1.20	Conference with M. Levine, K&E team, Company re A/R agreement issues (.5); correspond with Company, M. Levine re same (.2); conference with Company, Alix team, M. Levine re American Freight wind down status, next steps (.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Business Operations

Invoice Number: 1050119804
Matter Number: 58395-10

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/19/25	Rachel Golden	1.60	Review, analyze monthly operating report (1.5); correspond with B. Nakhaimousa re same (.1).
03/21/25	Rachel Golden	0.20	Correspond with AlixPartners, M. Levine, K&E team re postpetition payments.
03/24/25	Brian Nakhaimousa	0.70	Conference with Company re check in, next steps (.5); correspond with M. Levine, K&E team re RTM (.2).
03/24/25	Brian Nakhaimousa	0.50	Conference with Company, Alix team, M. Levine re American Freight wind down status, next steps.
03/27/25	Brian Nakhaimousa	0.10	Correspond with S. Bessey re American Freight wind down matters.
03/31/25	Julia F. Burnson	0.30	Research re Franchisee's bankruptcy.
Total		12.90	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119805
Client Matter: 58395-11

In the Matter of Claims Administration

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 170,178.00</u>
Total legal services rendered	\$ 170,178.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050119805
Matter Number: 58395-11

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	25.10	1,065.00	26,731.50
Ziv Ben-Shahar	32.00	1,195.00	38,240.00
Sloane Bessey	4.20	1,065.00	4,473.00
Julia F. Burnson	1.00	685.00	685.00
Caroline Buthe	0.80	880.00	704.00
Jeffrey Ross Goldfine	1.90	1,745.00	3,315.50
Maddison Levine	10.70	1,465.00	15,675.50
Cara Li	0.50	1,195.00	597.50
Dominick Vito Manetta	5.70	880.00	5,016.00
Brian Nakhaimousa	14.10	1,465.00	20,656.50
Joshua Raphael	13.00	1,195.00	15,535.00
Josh Sussberg, P.C.	0.10	2,595.00	259.50
Luz Tur-Sinai Gozal	0.60	880.00	528.00
Quin Wetzel	33.10	1,065.00	35,251.50
Mary Catherine Young	2.10	1,195.00	2,509.50
TOTALS	144.90		\$ 170,178.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050119805
Matter Number: 58395-11

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Michael Beauchamp	0.70	Correspond with counsel to claimants re claims (.4); review, analyze case law re same (.3).
03/03/25	Maddison Levine	1.30	Review, analyze setoff motion (.3); correspond with M. Young, K&E team re same (.2); correspond and telephone conferences with B. Nakhaimousa, Z. Ben-Shahar re claims objections (.4); review, analyze issues, proofs of claims re same (.2); correspond with claimants re claims extensions (.2).
03/03/25	Brian Nakhaimousa	2.40	Conference with Z. Ben-Shahar re cure objections (.5); conference with Company, GRSM, J. Goldfine, K&E team re Buddy's cure objections and next steps (.5); conference with Z. Ben-Shahar, Q. Wetzel, M. Levine re claims objections (.5); correspond with Q. Wetzel re talking points re BMH cure objection (.2); review, analyze issues re same (.6); correspond with Ducera re BMH cure objection and related issues (.1).
03/03/25	Quin Wetzel	3.90	Review, analyze Delaware local rules re non-substantive claims objections (1); correspond with Z. Ben-Shahar re same (.3); telephone conference with B. Nakhaimousa, Z. Ben-Shahar re claims objection (1); revise claims objection, declaration re same (1.6).
03/04/25	Michael Beauchamp	1.60	Review, analyze materials re claims (1.3); correspond with Z. Ben-Shahar re same (.3).
03/04/25	Michael Beauchamp	0.80	Correspond with counsel to contract counterparties re cure dispute (.5); review, analyze related materials (.3).
03/04/25	Ziv Ben-Shahar	0.90	Correspond and telephone conferences with B. Nakhaimousa, Z. Ben-Shahar, AlixPartners re claims objections for voting purposes, open items (.3); review, revise notice re same (.2); coordinate filing re same (.4)
03/04/25	Julia F. Burnson	0.50	Compile proof of claims for review.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050119805
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/04/25	Maddison Levine	0.90	Correspond and telephone conferences with B. Nakhaimousa, Z. Ben-Shahar, Alix re claims objections for voting purposes, open items (.5); review, revise notice re same; coordinate filing re same (.4).
03/04/25	Brian Nakhaimousa	1.10	Conference with Z. Ben-Shahar, M. Levine, Q. Wetzel re claims objection, next steps (.5); correspond with Q. Wetzel, K&E team re BMH talking points re cure issue (.4); correspond with Company re same (.1); correspond with counsel to BMH re discovery requests (.1).
03/04/25	Quin Wetzel	8.50	Telephone conference with B. Nakhaimousa re claims analysis (.5); review, analyze proofs of claim re claim objection (.8); correspond with Z. Ben-Shahar re same (.3); revise claims objection (3); revise proposed order, declaration re same (1.6); review, analyze precedent re temporary disallowance of claims (.8); revise notice re same (1.2); correspond with M. Levine re same (.3).
03/04/25	Quin Wetzel	0.60	Review, revise talking points re BMH re cure issues (.5); correspond with B. Nakhaimousa, K&E team re same (.1).
03/04/25	Mary Catherine Young	0.40	Correspond with Kroll team, PSZJ re late filed claim.
03/05/25	Michael Beauchamp	6.10	Review, analyze contracts re potential claims (2.9); draft summary re same (1.3); review, analyze case law re proofs of claims (1.1); research case law re proofs of claim, notice, post-petition claims (.8).
03/05/25	Julia F. Burnson	0.50	Compile proofs of claim for review.
03/05/25	Maddison Levine	0.90	Review, analyze claims objection issues (.3); correspond and conferences with B. Nakhaimousa, Z. Ben-Shahar re same (.6).
03/05/25	Brian Nakhaimousa	0.60	Correspond with counsel to BMH re conference re cure dispute (.1); correspond with D. Hunter, N. Greenblatt re BMH cure objection and related matters (.2); correspond with Z. Ben-Shahar re claims objection (.2); correspond with counsel to Prophecy re claims objection (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050119805
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/05/25	Quin Wetzel	5.20	Telephone conference with B. Nakhaimousa re claims objections (.5); review, analyze claims register re same (.9); revise claims objection (2); correspond with YC, Alix teams re claims objection (.4); telephone conference with YC team re notice requirements (.3); correspond with M. Levine, B. Nakhaimousa re same (.2); revise notice re same (.9).
03/06/25	Maddison Levine	1.40	Review, revise claims objection (.5); correspond and conferences with B. Nakhaimousa, Z. Ben-Shahar re same (.5); review, analyze claims issues re same (.4).
03/06/25	Dominick Vito Manetta	2.40	Review, analyze cure objections (1.3); draft cure objection summary (.6); revise same (.2); correspond with opposing counsel re cure objections (.3).
03/06/25	Brian Nakhaimousa	1.00	Conference with Z. Ben-Shahar re claim objection (.5); conference with Sidley, S. OHargan, K&E team re APA (.5).
03/06/25	Quin Wetzel	9.00	Review, revise claims objection (2.4); revise declaration re same (1.6); revise proposed order re same (1.1); revise claims objection notice (2.2); correspond with B. Nakhaimousa, Z. Ben-Shahar re same (1); correspond with YC team re filing of same (.7).
03/07/25	Maddison Levine	1.40	Review, analyze FLG claims objection (.4); correspond and conference with B. Nakhaimousa, K&E team re same (.6); review, analyze research re same (.4).
03/07/25	Dominick Vito Manetta	1.20	Research re standing to object to claims (.9); review, analyze Rule 3018 motions (.3).
03/07/25	Brian Nakhaimousa	0.80	Correspond with J. Goldfine, Company re BMH cure objection status update (.6); correspond with GRSM re Pentex cure objection (.2).
03/10/25	Caroline Buthe	0.70	Correspond with B. Nakhaimousa re proof of claims (.1); correspond with B. Arnault re same (.2); summarize proof of claims (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050119805
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/10/25	Maddison Levine	2.10	Review, revise summary re W&C proof of claims (.4); review, analyze same, claims objection (.6); review, analyze issues re same (.7); correspond with B. Nakhaimousa, C. Buthe re same (.4).
03/10/25	Cara Li	0.50	Telephone conference with Company, Company advisors re case strategy, next steps.
03/10/25	Dominick Vito Manetta	0.30	Correspond with landlord counsel re cure disputes.
03/10/25	Brian Nakhaimousa	0.30	Correspond with Franchise counsel, J. Goldfine, Company, counsel to BMH re cure objection, next steps.
03/10/25	Quin Wetzel	0.60	Telephone conference with S. Bessey re cures process (.4); correspond with S. Bessey re same (.2).
03/11/25	Sloane Bessey	0.50	Correspond with contract counterparties re cure objections.
03/11/25	Maddison Levine	0.60	Telephone conference with B. Nakhaimousa, K&E team, PH re claims objections (.4); review, analyze strategy re same (.2).
03/11/25	Brian Nakhaimousa	0.20	Correspond with counsel to BMH re follow up conference.
03/11/25	Quin Wetzel	1.90	Review, analyze cure issues (.3); correspond with cure counterparties (1.2); revise cure summary re same (.4).
03/12/25	Michael Beauchamp	1.90	Review, analyze bar date order re potential claims (.9); draft summary re same (.6); correspond with B. Nakhaimousa re same (.4).
03/12/25	Michael Beauchamp	3.60	Correspond with AlixPartners, Z. Ben-Shahar, counsel to counterparties of executory contracts and unexpired leases re assumption disputes (1.6); review, analyze related materials (1.3); telephone conference with counsel to counterparties of executory contracts and unexpired leases re same (.7).
03/12/25	Ziv Ben-Shahar	1.60	Correspond with counterparties re cure resolutions (.8); analyze issues re same (.3); correspond with M. Beauchamp, K&E team re same (.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050119805
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/12/25	Sloane Bessey	1.20	Correspond with Z. Ben-Shahar, K&E team, AlixPartners re cure costs (.5); correspond with Z. Ben-Shahar, K&E team, opposing counsel re same (.5); review, analyze cure cost summary (.2).
03/12/25	Maddison Levine	0.70	Review, analyze AF recovery claims summary (.5); correspond with S. Bessey re same (.2).
03/12/25	Dominick Vito Manetta	0.50	Correspond with cure dispute counterparties re cure amounts (.2); review, revise summary re cure objection (.3).
03/12/25	Brian Nakhaimousa	0.20	Correspond with M. Beauchamp re litigation claim, automatic stay matter.
03/12/25	Quin Wetzel	1.30	Correspond with cure counterparties re cure issues (1); revise cure summary re same (.3).
03/13/25	Michael Beauchamp	2.00	Research case law re administrative expense claims (1.1); draft summary re same (.9).
03/13/25	Michael Beauchamp	1.10	Correspond with Z. Ben-Shahar, counsel to contract counterparties, Alix re assumption disputes (.6); review, analyze related materials (.5).
03/13/25	Ziv Ben-Shahar	1.40	Correspond with cure counterparties re resolutions (.2); correspond with M. Beauchamp, K&E team re same (.7); analyze issues re cures (.5).
03/13/25	Ziv Ben-Shahar	1.40	Correspond with J. Fletcher, K&E team re potential claimant (.5); correspond with Kroll team re noticing (.2); review, analyze draft correspondence (.5); research precedent re same (.2).
03/14/25	Michael Beauchamp	2.70	Correspond with counsel to contract counterparties, AlixPartners re assumption disputes (.3); review, analyze related materials (1.7); draft, revise summary re same (.7).
03/14/25	Ziv Ben-Shahar	0.40	Correspond with M. Beauchamp re cure objections (.2); telephone conference with M. Beauchamp re same (.2).
03/14/25	Ziv Ben-Shahar	1.20	Correspond with AlixPartners, cure counterparties re cure resolutions.
03/14/25	Ziv Ben-Shahar	0.70	Research re proofs of claim (.5); analyze issues re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050119805
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/14/25	Sloane Bessey	0.50	Correspond with B. Nakhaimousa, K&E team re cure objection.
03/14/25	Brian Nakhaimousa	1.80	Conference with J. Goldfine, counsel to BMH, GRSM re cure objection, next steps (.3); follow up conference with GRSM, J. Goldfine re same (.4); correspond with S. Bessey, K&E team, Company re BMH cure objection and related matters (.4); correspond with GRSM re same (.3); correspond with counsel to GUC claimant re bar date, claims matters (.3); correspond with PH re BMH cure objection and next steps (.1).
03/14/25	Luz Tur-Sinai Gozal	0.60	Research re secured claim objection.
03/15/25	Jeffrey Ross Goldfine	1.10	Telephone conference with the Company, B. Nakhaimousa, M. Levine, Ducera re BMH cure objection (.7); review, revise talking points re same (.3); correspond with B. Nakhaimousa, K&E team re same (.1).
03/15/25	Brian Nakhaimousa	0.80	Draft talking points re BMH issues (.5); correspond with J. Goldfine, Q. Wetzel, Company re same (.3).
03/16/25	Brian Nakhaimousa	0.10	Correspond with PH re conference re cure objections.
03/17/25	Ziv Ben-Shahar	4.30	Correspond with AlixPartners re contract cures (.8); analyze issues re same (.4); correspond with cure counterparties re same (.2); correspond with M. Beauchamp re cure resolutions (.6); revise memorandum re cure analysis (1.3); correspond with M. Young, K&E team re cure, lease issues (.5); telephone conference with M. Levine, K&E team, AlixPartners, YC team re cure, case updates (.5).
03/17/25	Sloane Bessey	1.30	Correspond with M. Young, K&E team, AlixPartners re cure objection (.6); research re cure objections claims (.4); correspond with B. Nakhaimousa, K&E team re same (.1); correspond with B. Nakhaimousa, K&E team, YC team re cure objection notice (.2).
03/17/25	Maddison Levine	0.40	Correspond with claimant re proof of claim (.2); review, analyze same (.2).
03/17/25	Brian Nakhaimousa	0.60	Correspond with S. Bessey, K&E team re BMH matters (.2); correspond with Company re same (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050119805
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/17/25	Mary Catherine Young	0.40	Correspond with claimant, M. Levine, K&E team re proof of claim deadline.
03/18/25	Michael Beauchamp	0.40	Correspond with counterparty re claims (.2); review, analyze issues re same (.2).
03/18/25	Brian Nakhaimousa	1.10	Conference with Company, J. Goldfine, K&E team re Buddy's cure objections, next steps (1.0); correspond with M. Beauchamp re GUC claimant late-filed claim (.1).
03/18/25	Quin Wetzel	2.10	Correspond with various cures counterparties re disputed cure amounts (1.8); correspond with Z. Ben-Shahar re same (.3).
03/19/25	Ziv Ben-Shahar	2.30	Correspond with AlixPartners re cure schedules (.9); correspond with D. Manetta, K&E team re cure reconciliation (.6); conference with cure counterparties re cure reconciliation (.4); analyze issues re same (.4).
03/19/25	Jeffrey Ross Goldfine	0.80	Telephone conference with B. Nakhaimousa, K&E team, Company, Ducera team re BMH.
03/19/25	Dominick Vito Manetta	0.50	Review, revise summary re cure dispute.
03/19/25	Brian Nakhaimousa	0.40	Conference with J. Goldfine, K&E team, Company re BMH cure objection, next steps.
03/19/25	Mary Catherine Young	0.60	Review, analyze disclosure statement re claims issues (.3); correspond with A. Sexton, K&E team re same (.3).
03/20/25	Sloane Bessey	0.40	Review, analyze assumption and rejection schedules re cure costs.
03/20/25	Brian Nakhaimousa	0.20	Conference with Ducera team re cure objection.
03/21/25	Sloane Bessey	0.10	Correspond with Z. Ben-Shahar, opposing counsel re cure matters.
03/21/25	Maddison Levine	0.60	Telephone conference with M. Young, counsel re administrative claim motion (.4); review, analyze same, next steps (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050119805
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/24/25	Joshua Raphael	13.00	Review, analyze litigation trust mechanics (.8); correspond with B. Nakhaimousa, K&E team re same, trust agreement (1.2); review, revise trust agreement (2.1); review, revise plan (2.9); correspond with M. Levine, K&E team re trust agreement, new warrants, open deal issues (1.6); correspond with D. Hunter, K&E team re OpCo litigation trust agreement (1.1); review, analyze same, claims issues (1.9); conferences with D. Hunter, K&E team, Company advisors re plan, OpCo Trust (1.4).
03/25/25	Caroline Buthe	0.10	Correspond with Alix team re bar date service inquiry.
03/25/25	Brian Nakhaimousa	0.50	Correspond with Z. Ben-Shahar re Granite admin claim motion (.2); correspond with S. Bessey, K&E team re 400 Success admin claim motion (.3).
03/26/25	Michael Beauchamp	0.30	Telephone conference with B. Nakhaimousa, counsel to claimants re potential claims.
03/26/25	Ziv Ben-Shahar	3.70	Telephone conference with Alix team, B. Nakhaimousa, K&E team re cure disputes (.6); analyze issues re same (1.2); correspond with cure counterparties re cure reconciliation, post-petition payments (1.9).
03/26/25	Brian Nakhaimousa	0.30	Conference with counsel to claimants, M. Beauchamp, K&E team re claim.
03/26/25	Brian Nakhaimousa	1.30	Conference with M. Beauchamp, counsel to litigant re general unsecured claim (.5); conference with counsel to Pentex, M. Levine, J. Goldfine re cure objection (.5); correspond with Alix re Granite admin motion (.3).
03/26/25	Josh Sussberg, P.C.	0.10	Correspond with B. Nakhaimousa re OpCo FT claims.
03/27/25	Ziv Ben-Shahar	5.20	Telephone conference with AlixPartners, M. Young re claims reconciliation (.5); analyze issues re same (.8); correspond with cure counterparties re reconciliations, post-petition payments (2.6); telephone conference with B. Nakhaimousa re same (.2); analyze issues re adequate assurance (.4); correspond with M. Beauchamp re same (.6); analyze issues re cap on prepetition priority claims (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050119805
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/27/25	Brian Nakhaimousa	0.20	Correspond with counsel to landlord re admin motion.
03/27/25	Mary Catherine Young	0.50	Conference with AlixPartners re secured claim issue.
03/28/25	Michael Beauchamp	0.40	Correspond with counsel to landlords, counsel to contract counterparties, AlixPartners re cure matters.
03/28/25	Ziv Ben-Shahar	1.20	Analyze issues re post-petition administrative expenses for executory contracts, cure reconciliations.
03/30/25	Sloane Bessey	0.20	Review, analyze outstanding cure issues.
03/31/25	Michael Beauchamp	0.50	Telephone conference with M. Levine, K&E team, YC, AlixPartners re priority issues.
03/31/25	Michael Beauchamp	3.00	Correspond with AlixPartners, Z. Ben-Shahar, K&E team, counsel to landlords, counsel to contract counterparties re assumption disputes (1.7); review, analyze related materials (1.3).
03/31/25	Ziv Ben-Shahar	2.00	Analyze issues re asserted administrative expenses demands (1.8); correspond with AlixPartners re same (.2).
03/31/25	Ziv Ben-Shahar	5.70	Analyze cure objections re strategy (1.6); conference with B. Nakhaimousa, K&E team re cure reconciliations (.9); analyze issues re cure reconciliations (2.7); further correspond with M. Beauchamp re same (.5).
03/31/25	Maddison Levine	0.40	Correspond and conferences with B. Nakhaimousa, K&E team re Granite administrative expense claim issue (.2); review, analyze pleadings, invoices re same (.1); review, analyze issues re same (.1).
03/31/25	Dominick Vito Manetta	0.80	Correspond with opposing counsel re cure disputes (.2); review, revise cure objection summary (.6).
03/31/25	Brian Nakhaimousa	0.20	Conference with J. Goldfine, counsel to Franchisee re cure objection.
03/31/25	Mary Catherine Young	0.20	Conference with Z. Ben-Shahar, K&E team re claims issue.
Total		144.90	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119807
Client Matter: 58395-13

In the Matter of Creditor and Stakeholder Communications

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 68,052.00</u>
Total legal services rendered	\$ 68,052.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050119807
Matter Number: 58395-13

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	0.60	1,065.00	639.00
Sloane Bessey	0.30	1,065.00	319.50
Caroline Buthe	0.40	880.00	352.00
James B. Dickson	3.50	1,815.00	6,352.50
Julia Fletcher	5.00	880.00	4,400.00
Rachel Golden	0.70	1,195.00	836.50
Jeffrey Ross Goldfine	1.10	1,745.00	1,919.50
Nicole L. Greenblatt, P.C.	0.50	2,595.00	1,297.50
Keli Huang	3.50	1,725.00	6,037.50
Maddison Levine	13.70	1,465.00	20,070.50
Brian Nakhaimousa	4.10	1,465.00	6,006.50
Shawn OHargan, P.C.	2.50	2,295.00	5,737.50
Joshua Raphael	0.60	1,195.00	717.00
Michael A. Sloman	8.40	1,375.00	11,550.00
Josh Sussberg, P.C.	0.70	2,595.00	1,816.50
TOTALS	45.60		\$ 68,052.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050119807
Matter Number: 58395-13

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Julia Fletcher	0.50	Review and revise creditor inquiry summary.
03/03/25	Jeffrey Ross Goldfine	0.60	Conference with D. Hunter, PH team, Lazard team re case status and next steps.
03/03/25	Maddison Levine	0.50	Telephone conference with B. Nakhaimousa, K&E team, Ducera, Alix, PH, Lazard re case status, open items.
03/03/25	Brian Nakhaimousa	0.70	Conference with Ducera, Lazard, PH, D. Hunter, K&E team re case status, next steps (.5); correspond with M. Levine re agenda re check in call with lender advisors (.2).
03/03/25	Shawn OHargan, P.C.	0.50	Telephone conference with PH, Lazard K&E team re case status, next steps.
03/05/25	Julia Fletcher	1.00	Review and revise creditor inquiry summary.
03/05/25	Maddison Levine	1.00	Attend in-person meeting with J. Goldfine, K&E team, Ducera, PH, Lazard re valuation (.7); review, analyze materials re same (.3)
03/06/25	James B. Dickson	0.50	Prepare for telephone conference with B. Nakhaimousa, K&E team, Ducera, Alix, 1L advisors (.2); attend same (.3).
03/06/25	Nicole L. Greenblatt, P.C.	0.50	Conference with AlixPartners, Paul Hastings, D. Hunter, K&E team re status, next steps.
03/06/25	Brian Nakhaimousa	0.50	Conference with Ducera, Alix, PH, D. Hunter, K&E team re case status, next steps.
03/10/25	Caroline Buthe	0.20	Telephone conference with American Freight customer re refund inquiry (.1); correspond with R. Golden re same (.1).
03/10/25	James B. Dickson	0.50	Prepare for conference with B. Nakhaimousa, K&E team, Ducera, Alix, 1L advisors (.1); attend same (.4).
03/10/25	Julia Fletcher	0.20	Review and revise outreach summary.
03/10/25	Keli Huang	0.50	Telephone conference with M. Levine, K&E team, Lazard, PH team re case status, next steps.
03/10/25	Maddison Levine	1.00	Telephone conference with Company advisors, 1L advisors re case status, open items (.5); telephone conference with Company advisors, 1L advisors re liquidation analysis (.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050119807
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/10/25	Brian Nakhaimousa	0.60	Telephone conference with D. Hunter, K&E team, Lazard team, PH team re case status, next steps.
03/10/25	Shawn OHargan, P.C.	0.50	Telephone conference with Company, PH team, Lazard team re case strategy, next steps.
03/11/25	Sloane Bessey	0.20	Correspond with creditor re creditor mailing list.
03/11/25	Julia Fletcher	0.50	Review, revise creditor summaries.
03/11/25	Josh Sussberg, P.C.	0.10	Telephone conference with PH re case strategy, next steps.
03/12/25	Sloane Bessey	0.10	Correspond with creditor re creditor mailing list.
03/12/25	Julia Fletcher	0.70	Review, revise creditor inquiry summaries.
03/12/25	Josh Sussberg, P.C.	0.10	Correspond with creditors re claim issues.
03/12/25	Josh Sussberg, P.C.	0.10	Correspond with PH re case strategy, next steps.
03/13/25	James B. Dickson	1.50	Prepare for conference with B. Nakhaimousa, K&E team, Ducera, Alix, 1L advisors (.5); attend same (1.0).
03/13/25	Keli Huang	0.50	Telephone conference with D. Hunter, K&E team, PH team, Lazard team re case status, next steps.
03/13/25	Maddison Levine	0.90	Telephone conference with Company advisors, 1L advisors re case status, open items (.5); review, revise summary re same (.2); correspond with PH re stay and lease matters (.2).
03/13/25	Brian Nakhaimousa	0.80	Conference with D. Hunter, K&E team, Paul Hastings, Lazard, Ducera, Alix re case status, next steps (.5); correspond with PH re Buddy's cure objections (.1); conference with PH re same (.2).
03/13/25	Shawn OHargan, P.C.	0.50	Telephone conference with D. Hunter, K&E team, PH team, Lazard team re case status, next steps.
03/14/25	Caroline Buthe	0.20	Telephone conference with American Freight customer re layaway plan (.1); research re same (.1).
03/14/25	James B. Dickson	0.50	Prepare for conference with B. Nakhaimousa, K&E team, Ducera, Alix, 1L advisors (.1); attend same (.4).
03/14/25	Julia Fletcher	0.20	Review, revise creditor inquiry summaries.

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Creditor and Stakeholder Communications

Invoice Number: 1050119807
 Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/14/25	Keli Huang	0.50	Telephone conference with D. Hunter, K&E team, PH team, Lazard team re case status, next steps.
03/14/25	Shawn OHargan, P.C.	0.50	Telephone conference with D. Hunter, K&E team, PH team, Lazard team re case status, next steps.
03/14/25	Josh Sussberg, P.C.	0.40	Telephone conference with W&C re settlement (.2); correspond with W&C re same (.1); conference with PH re same (.1).
03/17/25	Michael Beauchamp	0.30	Correspond with creditor, Alix team, Kroll team, M. Levine, K&E team re creditor issues.
03/17/25	Julia Fletcher	0.20	Review, revise creditor inquiry summary.
03/17/25	Shawn OHargan, P.C.	0.50	Telephone conference with Company, PH team, Lazard team re case strategy, next steps.
03/18/25	Michael Beauchamp	0.30	Correspond with creditor, Kroll team, M. Levine, K&E team re creditor mailing list.
03/18/25	Julia Fletcher	0.10	Review, revise creditor inquiry summaries.
03/18/25	Keli Huang	0.50	Telephone conference with M. Levine, K&E team, PH team, Lazard team re case status, next steps.
03/19/25	Maddison Levine	0.90	Review, analyze 1L letter (.4); correspond and conference with D. Hunter, K&E team re same, next steps (.3); draft summaries re same (.2).
03/20/25	Julia Fletcher	0.70	Review, revise creditor inquiry summaries (.4); review, analyze correspondence re same (.3).
03/20/25	Jeffrey Ross Goldfine	0.50	Telephone conference with D. Hunter, K&E team, PH team re case status, next steps.
03/20/25	Keli Huang	0.50	Telephone conference with M. Levine, K&E team, PH team, Lazard team re case status, next steps.
03/20/25	Maddison Levine	1.60	Telephone conference with D. Hunter, K&E team, Company advisors, 1L advisors re case status, open items (.5); review, analyze 1L letter (.4); review, analyze issues re same (.3); correspond and telephone conferences with D. Hunter, K&E team re same, next steps (.4).
03/20/25	Brian Nakhaimousa	0.50	Conference with M. Levine, K&E team, Alix team, Ducera team, PH team re case status, next steps.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050119807
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/20/25	Michael A. Sloman	2.70	Draft letter correspondence to first lien ad hoc group re negotiation status.
03/21/25	Maddison Levine	1.60	Review, revise 1L letter response (1.1); correspond and conferences with D. Hunter, K&E team re same (.3); review, analyze issues re same (.2).
03/21/25	Michael A. Sloman	4.40	Draft, revise response letter to first lien ad hoc group re negotiation status (3.8); analyze considerations re same (.6).
03/22/25	Maddison Levine	1.10	Review, analyze 1L letter, response re same (.8); correspond with M. Sloman, K&E team re same (.3).
03/22/25	Michael A. Sloman	1.30	Review, revise response letter to first lien ad hoc group re negotiation status.
03/23/25	Maddison Levine	0.90	Review, analyze ICA complaint (.7); correspond with PH re same (.2).
03/24/25	James B. Dickson	0.50	Prepare for telephone conference with PH, Lazard, Ducera, AlixPartners re status, next steps (.1); conference with D. Hunter, K&E team, Paul Hastings, Lazard, AlixPartners, Ducera re status, next steps, work in process (.4).
03/24/25	Keli Huang	0.50	Telephone conference with Company, PH team, Lazard team re case status, next steps.
03/24/25	Maddison Levine	1.20	Telephone conference with D. Hunter, K&E team, Company advisors, 1L advisors re case status, plan supplement, open items (.7); review, analyze summary re same (.2); correspond with PH re Pallas retention (.1); review, analyze engagement letter re same (.2).
03/25/25	Julia Fletcher	0.30	Review, revise outreach creditor inquiry summaries.
03/25/25	Maddison Levine	1.10	Review, analyze 1L proposal (.4); review, analyze issues re same (.2); correspond and conferences with PH. D. Hunter, K&E team re same (.5).
03/26/25	Julia Fletcher	0.10	Review, revise creditor inquiry summaries.
03/27/25	Julia Fletcher	0.50	Review, revise creditor inquiry summaries (.3); correspond with creditor re notice issue (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050119807
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/27/25	Maddison Levine	0.60	Telephone conference with D. Hunter, K&E team, Company advisors, 1L advisors re case status, open items.
03/27/25	Brian Nakhaimousa	0.50	Conference with Paul Hastings, Alix, D. Hunter, K&E team, Ducera re case status, next steps, work in process.
03/27/25	Joshua Raphael	0.60	Telephone conference with M. Levine, K&E team, PH, Lazard, Ducera re status.
03/28/25	Maddison Levine	0.50	Correspond with PH re Korn Ferry engagement (.2); review, revise NDA re same (.2); correspond with Company re same (.1).
03/30/25	Brian Nakhaimousa	0.50	Conference with M. Levine, K&E team, PH team, re case status, next steps.
03/31/25	Rachel Golden	0.70	Correspond with C. Buthe re creditor outreach (.2); review, analyze correspondence re same (.5).
03/31/25	Keli Huang	0.50	Telephone conference with Company, PH team, Lazard team re case status, next steps.
03/31/25	Maddison Levine	0.80	Telephone conference with D. Hunter, K&E team, 1L advisors re case status, open items.
Total		45.60	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119808
Client Matter: 58395-14

In the Matter of U.S. Trustee Matters and Communications

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 792.00</u>
Total legal services rendered	\$ 792.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
U.S. Trustee Matters and Communications

Invoice Number: 1050119808
Matter Number: 58395-14

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Julia Fletcher	0.90	880.00	792.00
TOTALS	0.90		\$ 792.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
U.S. Trustee Matters and Communications

Invoice Number: 1050119808
Matter Number: 58395-14

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/11/25	Julia Fletcher	0.10	Correspond with M. Levine, K&E team re continued 341 meeting.
03/19/25	Julia Fletcher	0.10	Correspond with AlixPartners re continued 341 meeting.
03/24/25	Julia Fletcher	0.30	Correspond with M. Levine, K&E team re 341 meeting (.2); correspond with YC team re continued 341 meeting (.1).
03/25/25	Julia Fletcher	0.10	Correspond with M. McKane, B. Arnault, J. Goldfine, S. Henry, K&E team re 341 meeting.
03/26/25	Julia Fletcher	0.10	Correspond with AlixPartners, YC team re 341 meeting.
03/27/25	Julia Fletcher	0.20	Correspond with AlixPartners re 341 meeting (.1); correspond with B. Nakhaimousa, K&E team re same (.1).
Total		0.90	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119809
Client Matter: 58395-15

In the Matter of Hearings

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	\$ 85,749.00
Total legal services rendered	\$ 85,749.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050119809
Matter Number: 58395-15

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	0.70	2,015.00	1,410.50
Julia F. Burnson	0.40	685.00	274.00
Aislinn Comiskey	3.20	880.00	2,816.00
Rachel Golden	0.50	1,195.00	597.50
Nicole L. Greenblatt, P.C.	12.00	2,595.00	31,140.00
Derek I. Hunter	1.00	1,735.00	1,735.00
Maddison Levine	2.30	1,465.00	3,369.50
Mark McKane, P.C.	2.00	2,265.00	4,530.00
Brian Nakhaimousa	5.90	1,465.00	8,643.50
Sarah Osborne	15.70	1,065.00	16,720.50
Josh Sussberg, P.C.	5.10	2,595.00	13,234.50
Ishaan G. Thakran	1.20	1,065.00	1,278.00
TOTALS	50.00		\$ 85,749.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050119809
Matter Number: 58395-15

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Ishaan G. Thakran	1.20	Review, revise notice of cancellation of hearing (.6); correspond with M. Levine, K&E team re same (.3); correspond with YC team re filing re notice of cancellation (.3).
03/07/25	Nicole L. Greenblatt, P.C.	0.70	Conference with local counsel re status conference matters.
03/07/25	Brian Nakhaimousa	0.10	Correspond with J. Raphael, K&E team re materials re status conference.
03/13/25	Nicole L. Greenblatt, P.C.	0.20	Correspond with J. Sussberg, K&E team re status conference presentation.
03/13/25	Brian Nakhaimousa	0.50	Conference with D. Hunter, K&E team re hearing presentation materials.
03/14/25	Brian Nakhaimousa	3.50	Conferences with S. Osborne, K&E team re status conference hearing presentation materials (1.0); conference with Alix, D. Hunter re same (.5); review, revise presentation re status conference (.3); correspond with C. Buthe, K&E team re same (.3); correspond with YCST re status conference (.1); correspond with S. Henry, M. MacKay re hearing presentation (.2); correspond with S. Osborne, K&E team re hearing presentation (.4); review, revise same (.7).
03/14/25	Sarah Osborne	4.30	Draft presentation re status conference (.4); revise status conference slides (.5); telephone conference with Alix team, D. Hunter, K&E team re status conference presentation materials (.4); further revise status conference presentation (3.0).
03/15/25	Aislinn Comiskey	1.60	Revise presentation for status conference (1.3); correspond with S. Osborne, J. Raphael, K&E team re same (.3).
03/15/25	Nicole L. Greenblatt, P.C.	3.50	Review, revise presentation re status conference (3.2); correspond with S. Osborne, K&E team re same (.3).
03/15/25	Derek I. Hunter	1.00	Review, analyze, and revise status conference presentation materials (.8); correspond with S. Osborne, K&E team re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050119809
Matter Number: 58395-15

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/15/25	Sarah Osborne	7.50	Review, revise settlement status conference presentation (3.9); correspond with B. Nakhaimousa, K&E team re same (.7); further revise same (2.9).
03/16/25	Aislinn Comiskey	1.60	Telephone conference with J. Sussberg, N. Greenblatt, K&E team, Ducera team re status conference (.6); attend Company board meeting re status conference (1.0).
03/16/25	Mark McKane, P.C.	1.00	Review, comment on status conference presentation (.4); conference with J. Sussberg, N. Greenblatt, D. Hunter re same (.6).
03/16/25	Sarah Osborne	3.90	Review, revise settlement status conference presentation.
03/17/25	Bill Arnault, P.C.	0.70	Participate in status conference.
03/17/25	Julia F. Burnson	0.40	Correspond with YC team re March 17, 2025 status conference.
03/17/25	Nicole L. Greenblatt, P.C.	7.60	Participate in status conference (.7); prepare for same (3.3); conferences with J. Sussberg, K&E team, various advisors re same (3.6).
03/17/25	Maddison Levine	2.30	Attend and participate in status conference (.7); prepare for same (.1); review, revise presentation materials re same (1.1); correspond with N. Greenblatt, K&E team re same (.4).
03/17/25	Mark McKane, P.C.	1.00	Participate in status conference (.7); prepare for same (.3).
03/17/25	Brian Nakhaimousa	1.80	Attend status conference (.7); correspond with D. Hunter, K&E team re status conference presentation (.2); conference with AlixPartners re hearing presentation materials (.4); correspond with D. Hunter re same (.3); correspond with YCST re hearing presentation (.2).
03/17/25	Josh Sussberg, P.C.	5.10	Prepare for status conference (.5); revise presentation materials re same (2.8); telephone conference with N. Greenblatt, D. Hunter and M. McKane re same (.5); participate in status conference (.7); telephone conference with N. Greenblatt re same (.1); telephone conference with W&C re same (.2); telephone conferences with Company re same (.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050119809
Matter Number: 58395-15

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/31/25	Rachel Golden	0.50	Review, analyze hearing agenda (.4); correspond with M. Young re same (.1).
Total		50.00	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119810
Client Matter: 58395-16

In the Matter of Insurance and Surety Matters

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	\$ 47,338.00
Total legal services rendered	\$ 47,338.00

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Insurance and Surety Matters

Invoice Number: 1050119810
 Matter Number: 58395-16

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Sloane Bessey	5.40	1,065.00	5,751.00
Julia F. Burnson	0.40	685.00	274.00
David Cummings	5.90	1,695.00	10,000.50
Rachel Golden	17.40	1,195.00	20,793.00
Maddison Levine	3.10	1,465.00	4,541.50
Brian Nakhaimousa	0.20	1,465.00	293.00
William T. Pruitt	3.00	1,895.00	5,685.00
TOTALS	35.40		\$ 47,338.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Insurance and Surety Matters

Invoice Number: 1050119810
Matter Number: 58395-16

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/06/25	Maddison Levine	0.50	Review, analyze issues re insurance premium renewals (.4); correspond with R. Golden, K&E team re same, related issues (.1).
03/06/25	Maddison Levine	0.50	Review, analyze issues re insurance premium renewals (.4); correspond with R. Golden, K&E team re same, related issues (.1).
03/06/25	William T. Pruitt	0.80	Analyze bankruptcy, litigation claims and related D&O insurance issues (.2); review and analyze D&O insurance policy, related materials (.1); telephone conference and correspond with S. Bessey, K&E team re same (.5).
03/07/25	Sloane Bessey	1.70	Research re insurance motion (1.2); correspond with R. Golden re same (.5).
03/10/25	Rachel Golden	0.20	Correspond with insurer re financing agreement.
03/11/25	Rachel Golden	0.30	Correspond with insurer re financing agreement.
03/11/25	Maddison Levine	0.60	Review, analyze insurance renewal issue, related strategy (.2); review, analyze insurance motion re same (.2); correspond with R. Golden, K&E team re same (.2).
03/12/25	Sloane Bessey	0.10	Correspond with R. Golden re post-petition insurance motion.
03/12/25	Rachel Golden	0.30	Correspond with insurer re financing agreement.
03/12/25	Maddison Levine	0.80	Telephone conference with Company, Morris Nichols, W. Pruitt, K&E team re Gale insurance matter (.4); review, analyze insurance issues re same (.2); review, analyze motion re same (.2).
03/13/25	Sloane Bessey	0.30	Conference with R. Golden re post-petition insurance motion (.2); correspond with J. Burnson re same (.1).
03/13/25	Julia F. Burnson	0.40	Draft post-petition insurance motion.
03/13/25	Rachel Golden	0.30	Correspond with insurer re financing agreement.
03/14/25	Sloane Bessey	2.50	Draft post-petition insurance motion.
03/14/25	Rachel Golden	0.20	Correspond with insurer re financing agreement.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Insurance and Surety Matters

Invoice Number: 1050119810
Matter Number: 58395-16

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/15/25	Sloane Bessey	0.70	Review, revise insurance motion (.6); correspond with R. Golden re same (.1).
03/17/25	William T. Pruitt	0.80	Analyze restructuring and related D&O insurance issues (.1); analyze insurance policy re same (.1); correspond with A. Prather re same (.1); analyze possible trust settlement structures and related insurance issues (.2); correspond with M. Levine, K&E team re same (.1); review and analyze insurance policies re same (.1); correspond with M. Levine, K&E team re same (.1).
03/18/25	Maddison Levine	0.70	Review, analyze issues re excess insurance renewal (.4); correspond with D. Hunter, R. Golden re same (.3).
03/19/25	Sloane Bessey	0.10	Review, analyze correspondence from B. Nakhaimousa re post-petition insurance motion.
03/20/25	William T. Pruitt	0.40	Review and analyze insurance policy re confidentiality concerns (.2); correspond with M. Levine re same (.2).
03/21/25	Rachel Golden	11.40	Review, analyze correspondence re insurance proceeds litigation (2.2); review, analyze lift stay motion re same (1.1); review, analyze insurance policies re same (1.6); research re same (1.1); review, analyze research re same (.9); draft summary re same (3.9); correspond with M. Levine, K&E team re same (.2); conference with M. Levine, K&E team re same (.4).
03/21/25	William T. Pruitt	0.40	Analyze publicly filing D&O policies and related confidentiality issues (.2); correspond with M. Levine re same (.2)
03/24/25	David Cummings	2.40	Review and analyze insurance policies re confidentiality, case issues.
03/24/25	William T. Pruitt	0.20	Analyze insurance coverage questions on personal injury claim (.1); correspond with D. Cummings re same (.1).
03/25/25	David Cummings	3.50	Review and analyze business auto policy re business issue.

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Insurance and Surety Matters

Invoice Number: 1050119810
 Matter Number: 58395-16

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	William T. Pruitt	0.40	Analyze insurance coverage for pending personal injury claim (.1); correspond with D. Cummings re same (.1); review, analyze and revise draft coverage analysis re personal injury claim (.1); correspond with D. Cummings re same (.1).
03/26/25	Rachel Golden	4.70	Correspond with Company re insurance proceeds litigation (.5); correspond with M. Levine, K&E team re same, related considerations (.3); draft summary re same (3.9).
03/28/25	Brian Nakhaimousa	0.20	Review objection to motion to lift stay re D&O insurance.
Total		35.40	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119811
Client Matter: 58395-17

In the Matter of Utilities

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 9,272.50</u>
Total legal services rendered	\$ 9,272.50

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Utilities

Invoice Number: 1050119811
 Matter Number: 58395-17

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	7.00	1,065.00	7,455.00
Julia Fletcher	0.90	880.00	792.00
Brian Nakhaimousa	0.70	1,465.00	1,025.50
TOTALS	8.60		\$ 9,272.50

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Utilities

Invoice Number: 1050119811
Matter Number: 58395-17

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Brian Nakhaimousa	0.70	Conference with AlixPartners, M. Levine, K&E team re utility matter re American Freight (.5); correspond with M. Young, K&E team re same (.2).
03/04/25	Julia Fletcher	0.20	Correspond with AlixPartners and utility provider re utility inquiry.
03/17/25	Michael Beauchamp	1.40	Review, analyze utilities motion, order re adequate assurance (1.1); telephone conference with utility provider, Z. Ben-Shahar re same (.3).
03/17/25	Julia Fletcher	0.60	Research re post-petition utility invoices, payment re same.
03/20/25	Michael Beauchamp	0.50	Review, analyze utilities order re outstanding issues, related materials (.3); correspond with utilities provider re same (.2).
03/20/25	Julia Fletcher	0.10	Correspond with AlixPartners re utility provider outreach.
03/25/25	Michael Beauchamp	1.80	Review, analyze adequate assurance request, related documents (.7); review, analyze utilities order re same (.6); telephone conference with utility provider re same (.2); correspond with Z. Ben-Shahar, utility provider re same (.3).
03/26/25	Michael Beauchamp	2.40	Correspond with utilities provider, AlixPartners, Z. Ben-Shahar, K&E team re dispute (.9); telephone conference with Z. Ben-Shahar, K&E team, AlixPartners re same (.3); review, analyze DIP order, DIP credit agreement re same (.7); draft summary re same (.5).
03/31/25	Michael Beauchamp	0.90	Correspond with AlixPartners, Z. Ben-Shahar, K&E team, utility provider re post-petition payments (.6); review, analyze documents re same (.3).
Total		8.60	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119812
Client Matter: 58395-18

In the Matter of Tax Matters

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 74,211.50</u>
Total legal services rendered	\$ 74,211.50

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Tax Matters

Invoice Number: 1050119812
 Matter Number: 58395-18

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Advani	28.50	1,095.00	31,207.50
Michael Beauchamp	1.50	1,065.00	1,597.50
Kai Michael Fenty	4.90	925.00	4,532.50
Maddison Levine	0.90	1,465.00	1,318.50
Brian Nakhaimousa	0.70	1,465.00	1,025.50
Anthony Vincenzo Sexton, P.C.	3.80	2,075.00	7,885.00
Nicholas Warther	14.60	1,825.00	26,645.00
TOTALS	54.90		\$ 74,211.50

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050119812
Matter Number: 58395-18

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Brian Nakhaimousa	0.20	Correspond with A. Sexton, K&E team re EY questionnaire.
03/05/25	Anthony Vincenzo Sexton, P.C.	0.20	Correspond with M. Levine K&E team re exit structuring tax issues.
03/07/25	Matt Advani	1.00	Conference with N. Warther and K. Fenty re sale transaction tax structure presentation (.5); draft structure slides (.5).
03/07/25	Kai Michael Fenty	0.50	Telephone conference with N. Warther re restructuring transaction tax issues.
03/09/25	Matt Advani	4.10	Draft tax structure slides re restructuring transaction structure.
03/09/25	Nicholas Warther	0.50	Correspond with PH team re tax modeling.
03/10/25	Matt Advani	3.20	Revise tax structure presentation re restructuring transaction.
03/10/25	Nicholas Warther	0.30	Review and analyze tax structure presentation re restructuring transaction.
03/11/25	Matt Advani	4.90	Conference with N. Warther and K. Fenty re tax structure presentation (.5); revise re same (3.8); review, analyze EY's updated tax model (.4); telephone conference with EY team, PH team, K. Fenty, K&E team re tax modeling (.2).
03/11/25	Kai Michael Fenty	3.20	Draft restructuring transaction slides (3.0); conference with N. Warther and M. Advani re tax modeling (.2).
03/11/25	Anthony Vincenzo Sexton, P.C.	0.80	Telephone conference with M. Levine, K&E team and PH team re tax analysis (.4); review and analyze materials re same (.4).
03/11/25	Nicholas Warther	2.30	Correspond with M. Advani re tax structure presentation (.8); telephone conference with PH team re tax analysis (.7); review and analyze tax structure presentation (.8).
03/12/25	Matt Advani	1.90	Review, revise RTM (.6); revise presentation re transaction structure (1.0); review, analyze K&E team comments to structure slides (.3).
03/12/25	Anthony Vincenzo Sexton, P.C.	0.30	Review and analyze tax structuring and related issues.
03/13/25	Matt Advani	0.70	Telephone conference with K. Fenty, K&E team re tax structure presentation (.5); review, revise same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050119812
Matter Number: 58395-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/13/25	Kai Michael Fenty	0.50	Telephone conference with M. Advani, K&E team re tax structure presentation.
03/13/25	Maddison Levine	0.50	Telephone conference with A. Sexton, K&E team re tax structuring.
03/13/25	Anthony Vincenzo Sexton, P.C.	1.00	Review and analyze tax structuring and related issues (.5); telephone conference with K. Fenty, K&E team re tax analysis and structuring issues (.5).
03/14/25	Michael Beauchamp	0.60	Telephone conference with M. Levine, K&E team re administrative priority tax issues (.4); draft summary re same (.2).
03/18/25	Matt Advani	1.80	Review, revise tax structure presentation.
03/18/25	Kai Michael Fenty	0.30	Revise tax structure presentation.
03/18/25	Anthony Vincenzo Sexton, P.C.	0.30	Review and analyze tax structuring and related issues.
03/18/25	Nicholas Warther	1.30	Review and analyze tax structure presentation (.8); review and analyze tax treatment of same (.5).
03/19/25	Matt Advani	2.90	Review, revise tax structure presentation.
03/19/25	Anthony Vincenzo Sexton, P.C.	0.60	Review and analyze tax structuring and related issues.
03/19/25	Nicholas Warther	4.50	Review and revise tax structure presentation (1.1); review, revise RTM (1.3); correspond with K. Fenty, K&E team re same (.5); telephone conference with Ducera team re tax modeling (1.0); review and analyze same (.6).
03/20/25	Matt Advani	0.90	Revise tax structure presentation.
03/20/25	Michael Beauchamp	0.90	Review, analyze tax issues, related materials (.7); correspond with tax authorities re same (.2).
03/21/25	Nicholas Warther	0.30	Review and analyze tax structuring issues.
03/23/25	Matt Advani	2.60	Update tax structure presentation.
03/23/25	Nicholas Warther	0.80	Review and analyze tax structure presentation (.6); correspond with J. Raphael, K&E team re same (.2).
03/24/25	Brian Nakhaimousa	0.50	Conference with N. Warther, K&E team, PH team re tax matters.
03/24/25	Anthony Vincenzo Sexton, P.C.	0.40	Review, analyze tax considerations re sale transaction.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050119812
Matter Number: 58395-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/24/25	Nicholas Warther	3.50	Review and analyze tax treatment of trusts (1.1); correspond with A. Sexton, K&E team re same (1.0); telephone conference with G Silber, K&E team, PH team re same (.5); review and revise tax portions of escrow agreement and disclosures (.6); review and analyze tax modeling (.3).
03/25/25	Matt Advani	4.50	Revise tax structure presentation (2.1); revise restructuring transactions memorandum (1.8); review and revise governance term sheet re tax considerations (.6).
03/25/25	Maddison Levine	0.40	Review, analyze tax issues re benefit plans (.2); review, analyze same (.2).
03/25/25	Anthony Vincenzo Sexton, P.C.	0.20	Review, analyze tax issues re emergence.
03/26/25	Nicholas Warther	1.10	Review and revise tax structure presentation (.6); correspond with PH team re same (.5).
03/28/25	Kai Michael Fenty	0.40	Review and revise changes to tax representations.
Total		54.90	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119813
Client Matter: 58395-19

In the Matter of Case Administration

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	\$ 268,928.00
Total legal services rendered	\$ 268,928.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	7.90	1,065.00	8,413.50
Ziv Ben-Shahar	11.00	1,195.00	13,145.00
Sloane Bessey	8.80	1,065.00	9,372.00
Jacob E. Black	1.90	1,375.00	2,612.50
Julia F. Burnson	10.90	685.00	7,466.50
Caroline Buthe	7.40	880.00	6,512.00
Jacqueline Cloutier	1.00	1,375.00	1,375.00
Aislinn Comiskey	8.10	880.00	7,128.00
James B. Dickson	1.00	1,815.00	1,815.00
Julia Fletcher	8.60	880.00	7,568.00
Rachel Golden	8.70	1,195.00	10,396.50
Jeffrey Ross Goldfine	0.50	1,745.00	872.50
Nicole L. Greenblatt, P.C.	4.00	2,595.00	10,380.00
Keli Huang	3.00	1,725.00	5,175.00
Derek I. Hunter	5.00	1,735.00	8,675.00
Sarah Jones	3.50	880.00	3,080.00
Maddison Levine	23.90	1,465.00	35,013.50
Cara Li	1.00	1,195.00	1,195.00
Drew Maliniak	0.40	1,725.00	690.00
Dominick Vito Manetta	28.00	880.00	24,640.00
Mark McKane, P.C.	0.80	2,265.00	1,812.00
Brian Messing	5.50	1,065.00	5,857.50
Brian Nakhaimousa	24.00	1,465.00	35,160.00
Srinithi Narayanan	0.40	1,065.00	426.00
Shawn OHargan, P.C.	0.50	2,295.00	1,147.50
Sarah Osborne	8.70	1,065.00	9,265.50
Joshua Raphael	10.10	1,195.00	12,069.50
Michael A. Sloman	6.50	1,375.00	8,937.50
Josh Sussberg, P.C.	2.10	2,595.00	5,449.50
Ishaan G. Thakran	7.30	1,065.00	7,774.50
Luz Tur-Sinai Gozal	3.20	880.00	2,816.00
Quin Wetzel	2.60	1,065.00	2,769.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Mary Catherine Young	8.30	1,195.00	9,918.50
TOTALS	224.60		\$ 268,928.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/02/25	Maddison Levine	0.50	Review, revise external work in process summary (.4); correspond with D. Manetta re same (.1).
03/02/25	Dominick Vito Manetta	1.20	Draft, revise external work in process summary.
03/02/25	Brian Nakhaimousa	0.20	Review, revise external work in process tracker (.1); correspond with D. Manetta re same (.1).
03/03/25	Michael Beauchamp	0.40	Telephone conference with M. Levine, B. Nakhaimousa, K&E team, Alix team, YC team re work in process.
03/03/25	Maddison Levine	1.40	Telephone conference with Company, D. Hunter, K&E team, Company, Company advisors re case status, open items (.5); telephone conference with B. Nakhaimousa, K&E team, Company advisors re same (.5); review, revise Company works in process tracker (.2); correspond with R. Golden re same, key dates and deadline tracker (.2).
03/03/25	Dominick Vito Manetta	3.50	Draft, revise external work in process summary (2.6); telephone conference with K&E team, YC team, Alix team re workstreams update (.4); draft internal work in process summary (.5).
03/03/25	Brian Nakhaimousa	0.60	Review, revise external work in process summary (.5); correspond with D. Manetta re same (.1).
03/03/25	Brian Nakhaimousa	1.60	Conference with M. Levine, K&E team, YC, Alix, Ducera re case status, next steps (.5); review, revise work in process tracker (.4); correspond with D. Manetta re same (.3); correspond with R. Golden re works in process tracker (.4).
03/03/25	Sarah Osborne	0.70	Telephone conference with M. Levine, K&E team, Ducera team, Alix team re case updates (.5); review, revise work in process summary (.2).
03/03/25	Josh Sussberg, P.C.	0.20	Telephone conference with T. Arden re work in process (.1); correspond with same re case status (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Mary Catherine Young	0.50	Conference with M. Levine, K&E team, YC team, Alix team, Ducera team re case status, work in process.
03/04/25	Michael Beauchamp	1.00	Telephone conference with B. Nakhaimousa, M. Levine, K&E team re work in process.
03/04/25	Ziv Ben-Shahar	2.40	Telephone conference with B. Nakhaimousa, K&E team re case status, work in process (1.0); review, analyze summary re same (.4); telephone conference with N. Greenblatt re same, key case dates and deadlines (.5); telephone conference with D. Hunter, K&E team, Company, Company advisors re same (.5).
03/04/25	Jacob E. Black	0.90	Conference with B. Nakhaimousa, K&E team re critical workstreams, next steps.
03/04/25	Julia F. Burnson	1.00	Conference with M. Levine, K&E team re work in process.
03/04/25	Caroline Buthe	0.90	Conference with M. Levine, K&E team re work in process.
03/04/25	Aislinn Comiskey	1.00	Conference with M. Levine, K&E team re work in process.
03/04/25	Julia Fletcher	1.00	Conference with M. Levine, K&E team re work in process.
03/04/25	Jeffrey Ross Goldfine	0.50	Telephone conference with N. Greenblatt, Company re case status and next steps.
03/04/25	Nicole L. Greenblatt, P.C.	1.00	Conference with D. Hunter, K&E team re work in process, key case dates and deadlines (.5); telephone conference with D. Hunter, K&E team, Company, Company advisors re same (.5).
03/04/25	Maddison Levine	2.40	Telephone conference with B. Nakhaimousa, K&E team re case status, work in process (1.0); review, analyze summary re same (.4); telephone conference with N. Greenblatt re same, key case dates and deadlines (.5); telephone conference with D. Hunter, K&E team, Company, Company advisors re same (.5).
03/04/25	Dominick Vito Manetta	1.40	Draft, revise internal work in process summary (.4); conference with M. Levine, B. Nakhaimousa, K&E team re work in process (1.0).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/04/25	Brian Messing	1.00	Conference with M. Levine, K&E team re work in process.
03/04/25	Brian Nakhaimousa	1.50	Conference with M. Levine, K&E team re work in process, next steps (1.0); conference with M. Levine, K&E team, Alix, FRG Ducera re case status, next steps (.5).
03/04/25	Sarah Osborne	1.00	Telephone conference with M. Levine, K&E team re work in process.
03/04/25	Joshua Raphael	1.10	Conference with M. Levine, K&E team reworks in process (1.0); follow up re same (.1).
03/04/25	Ishaan G. Thakran	1.00	Conference with M. Levine, K&E team re work in process.
03/04/25	Mary Catherine Young	1.00	Conference with M. Levine, K&E team re work in process.
03/05/25	Sloane Bessey	0.50	Conference with I. Thakran re work in process.
03/05/25	Julia F. Burnson	0.80	Compile recently filed pleadings.
03/05/25	Maddison Levine	1.10	Telephone conference with D. Hunter, B. Nakhaimousa re case status, open items (.5); review, revise summary re same (.3); review, revise key dates and deadlines summary (.3).
03/05/25	Dominick Vito Manetta	1.30	Draft, revise internal work in process summary.
03/05/25	Brian Nakhaimousa	1.10	Conference with D. Hunter, M. Levine re works in process, next steps (.5); review, revise external work in process tracker (.4); correspond with R. Golden re same (.2).
03/06/25	Sloane Bessey	0.20	Review, analyze correspondence with M. Levine, K&E team re work in process.
03/06/25	Julia F. Burnson	0.70	Compile recently filed pleadings.
03/06/25	James B. Dickson	1.00	Prepare for conference with Company, company advisors, B. Nakhaimousa, K&E team re status, next steps, work in process (.2); attend same (.8).
03/06/25	Nicole L. Greenblatt, P.C.	1.00	Conference with Company, D. Hunter, K&E team, Company advisors re status, next steps.
03/06/25	Derek I. Hunter	2.00	Conference with M. Levine K&E team, company advisors re plan work in process, related confirmation issues (1.2); correspond with M. Levine, K&E team re same (.8).
03/06/25	Sarah Jones	0.50	Conference with J. Black re work in process.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/06/25	Maddison Levine	1.20	Telephone conference with Company, Company advisors re case status, open items (.7); review, revise summary re same (.3); correspond with R. Golden re same (.2).
03/06/25	Dominick Vito Manetta	0.30	Draft, revise internal work in process summary.
03/06/25	Josh Sussberg, P.C.	0.20	Telephone conference with T. Arden re case status (.1); telephone conference with J. Goldstein re same (.1).
03/07/25	Michael Beauchamp	0.90	Conference with B. Nakhaimousa, M. Levine, K&E team re work in process.
03/07/25	Ziv Ben-Shahar	1.00	Conference with M. Levine, K&E team re work in process.
03/07/25	Sloane Bessey	1.20	Review, analyze correspondence with B. Nakhaimousa, K&E team re various workstreams (.3); conference with B. Nakhaimousa, K&E team re work in process (.9).
03/07/25	Julia F. Burnson	0.90	Telephone conference with M. Levine, K&E team re work in process.
03/07/25	Caroline Buthe	0.90	Telephone conference with B. Nakhaimousa, K&E team re work in process.
03/07/25	Aislinn Comiskey	0.90	Conference with M. Levine, K&E team re work in process.
03/07/25	Julia Fletcher	0.90	Conference with M. Levine re work in process.
03/07/25	Maddison Levine	0.90	Telephone conference with B. Nakhaimousa, K&E team re work in process (.6); review, analyze summary re same (.3).
03/07/25	Dominick Vito Manetta	1.90	Draft, revise internal work in process summary (1.0); conference with M. Levine, B. Nakhaimousa re work in process (.9).
03/07/25	Brian Messing	0.90	Conference with M. Levine, K&E team re work in process.
03/07/25	Joshua Raphael	1.50	Telephone conference with M. Levine, K&E team re work in process (1.0); draft summary re case status (.5).
03/07/25	Ishaan G. Thakran	1.00	Conference with M. Levine, K&E team re work in process.
03/07/25	Quin Wetzel	1.00	Conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/07/25	Mary Catherine Young	1.30	Review, revise work in process summary (.3); conference with M. Levine, K&E team re work in process (1.0).
03/09/25	Sloane Bessey	0.20	Review, analyze documents re work in process.
03/09/25	Nicole L. Greenblatt, P.C.	1.00	Conference with Company, Company advisors, D. Hunter, K&E team re open issues, next steps.
03/09/25	Keli Huang	1.00	Telephone conference with M. Levine, K&E team re status settlement updates.
03/09/25	Maddison Levine	0.90	Telephone conference with N. Greenblatt, K&E team re open issues, next steps (.5); draft summary re same (.4).
03/09/25	Brian Nakhaimousa	1.00	Conference with M. Levine re work in process summary (.2); conference with N. Greenblatt, K&E team re work in process, case status, next steps (.8).
03/09/25	Josh Sussberg, P.C.	0.50	Telephone conference with N. Greenblatt, K&E team re case status and next steps.
03/10/25	Sloane Bessey	0.20	Correspond with M. Levine, K&E team re work in process.
03/10/25	Caroline Buthe	0.60	Telephone conference with M. Levine, K&E team, Alix team, YC team re case status (.5); revise summaries re case status (.1).
03/10/25	Aislinn Comiskey	0.50	Conference with M. Levine, K&E team, YC team, Alix team, Ducera team re work in process.
03/10/25	Julia Fletcher	0.50	Telephone conference with K&E team, YC team, Alix re case updates.
03/10/25	Rachel Golden	0.30	Review, revise work in process summary (.2); correspond with M. Levine, B. Nakhaimousa re same (.1).
03/10/25	Maddison Levine	1.10	Telephone conference with B. Nakhaimousa, K&E team, Company advisors re case status, open items (.5); review, revise summary re same (.3); telephone conference with R. Golden re same (.3).
03/10/25	Dominick Vito Manetta	1.80	Draft, revise work in process summary (1.3); telephone conference with M. Levine, K&E team, Alix, YC team, Ducera team re case update, next steps (.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/10/25	Brian Nakhaimousa	0.40	Correspond with Willkie re corporate matters re transition (.2); correspond with S. OHargan, K&E team re same (.1); conference with K. Huang re same (.1).
03/10/25	Brian Nakhaimousa	1.30	Conference with R. Golden, M. Levine re external work in process summary, next steps (.3); follow up conference with M. Levine, R. Golden re same (.2); conference with M. Levine, K&E team, YC team, Alix team, Ducera team re case status, next steps (.5); review, revise work in process summary (.2); correspond with R. Golden re same (.1).
03/10/25	Sarah Osborne	0.50	Telephone conference with Alix team, Ducera team, M. Levine, K&E team re case updates.
03/10/25	Joshua Raphael	0.50	Conference with M. Levine, K&E team, Alix team, YC team re case status.
03/10/25	Michael A. Sloman	0.50	Telephone conference with M. Levine, K&E team, Alix team, YC team re case status, next steps.
03/10/25	Ishaan G. Thakran	0.50	Conference with M. Levine, K&E team, Alix team, YC team re case status, next steps.
03/10/25	Quin Wetzel	0.50	Conference with M. Levine, K&E team, Alix team, YC team re case status.
03/10/25	Mary Catherine Young	0.50	Conference with M. Levine, K&E team, Alix team, YC team re work in process.
03/11/25	Michael Beauchamp	1.20	Telephone conference with Alix team, YC team, B. Nakhaimousa, K&E team re case status (.5); review, revise summary re same (.7).
03/11/25	Ziv Ben-Shahar	0.80	Conference with M. Levine, K&E team re work in process.
03/11/25	Sloane Bessey	1.00	Conference with M. Levine, K&E team re work in process (.8); review, analyze correspondence re same (.2).
03/11/25	Julia F. Burnson	1.30	Telephone conference with M. Levine, K&E team re work in process (.8); review case deadlines (.5).
03/11/25	Caroline Buthe	0.70	Conference with M. Levine, K&E team re work in process.
03/11/25	Aislinn Comiskey	0.80	Conference with M. Levine, K&E team re work in process.
03/11/25	Julia Fletcher	0.80	Conference with M. Levine re work in process.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/11/25	Rachel Golden	1.20	Review, revise work in process summary (.3); correspond with M. Levine, B. Nakhaimousa re same (.2); conference with M. Levine, K&E team, advisors re case status, plan supplement (.5); draft summary re same (.2).
03/11/25	Nicole L. Greenblatt, P.C.	1.00	Conference with Company, D. Hunter, K&E team, Company advisors re status, next steps.
03/11/25	Sarah Jones	0.50	Conference with J. Black re work in process and confirmation issues.
03/11/25	Maddison Levine	1.80	Telephone conference with Company, Company advisors re case status, open items (.5); review, revise summary re same, key dates and deadlines (.3); correspond with B. Nakhaimousa, R. Golden re same (.2); telephone conference with B. Nakhaimousa, K&E team re works in process (.8).
03/11/25	Dominick Vito Manetta	3.00	Draft, revise work in process summary (2.2); conference with M. Levine, B. Nakhaimousa re case status, next steps (.8).
03/11/25	Brian Messing	0.70	Conference with M. Levine, K&E team re work in process.
03/11/25	Brian Nakhaimousa	1.20	Conference with M. Levine, K&E team re work in process, next steps (.9); conference with R. Golden, M. Levine re external work in process summary (.3).
03/11/25	Brian Nakhaimousa	0.30	Review, revise work in process summary (.2); correspond with D. Manetta, K&E team re same (.1).
03/11/25	Brian Nakhaimousa	0.70	Telephone conference with D. Hunter, K&E team, Ducera, Alix team re case status, next steps.
03/11/25	Srinithi Narayanan	0.40	Correspond with J. Schlingbahum, K&E team re tax considerations re transition services agreement.
03/11/25	Sarah Osborne	1.30	Review, revise work in process summary (.5); telephone conference with M. Levine, K&E team re work in process (.8).
03/11/25	Joshua Raphael	0.70	Conference with M. Levine re work in process.
03/11/25	Michael A. Sloman	0.80	Conference with M. Levine, K&E team re work in process.
03/11/25	Josh Sussberg, P.C.	0.40	Telephone conference with Company re case strategy, next steps.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/11/25	Ishaan G. Thakran	0.80	Conference with M. Levine, K&E team re work in process.
03/11/25	Mary Catherine Young	0.80	Conference with M. Levine, K&E team re work in process.
03/12/25	Julia F. Burnson	0.90	Compile recently filed pleadings.
03/12/25	Julia Fletcher	0.50	Review, analyze documents re work in process.
03/12/25	Rachel Golden	1.50	Review, revise work in process summary (.4); correspond with M. Levine, B. Nakhaimousa re same (.3); conference with M. Levine, K&E team, YC team, Alix team re case status, next steps (.6); draft summary re same (.2).
03/12/25	Maddison Levine	0.60	Telephone conference with D. Hunter, K&E team re case status, open items (.4); review, analyze summary re same (.2).
03/12/25	Brian Nakhaimousa	0.70	Conference with M. Levine, D. Hunter re work in process, next steps (.5); conference with R. Golden re work in process summary (.2).
03/12/25	Josh Sussberg, P.C.	0.10	Telephone conference with Company re case strategy, next steps.
03/13/25	Michael Beauchamp	0.90	Draft, revise work in process summary.
03/13/25	Sloane Bessey	0.10	Revise summary re work in process.
03/13/25	Rachel Golden	1.70	Review, revise work in process summary (.3); correspond with M. Levine, B. Nakhaimousa re same (.2); conference with M. Levine, K&E team, Alix team, YC team re case status, next steps (.4); draft summary re same (.8).
03/13/25	Keli Huang	0.50	Telephone conference with Company, S. OHargan, Ducera, Alix, K&E team re case status, next steps.
03/13/25	Maddison Levine	1.00	Telephone conference with Company, Company advisors re case status, open items (.5); review, revise summary re same, key dates and deadlines (.5).
03/13/25	Dominick Vito Manetta	0.80	Review, revise work in process summary.
03/13/25	Shawn OHargan, P.C.	0.50	Telephone conference with Company, Ducera, Alix, K. Huang, K&E team re case strategy, next steps.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/14/25	Ziv Ben-Shahar	0.60	Review, revise work in process summary (.2); conference with B. Nakhaimousa, K&E team re work in process (.4).
03/14/25	Sloane Bessey	0.50	Conference with B. Nakhaimousa, K&E team re work in process (.4); review, analyze correspondence with same re same (.1).
03/14/25	Julia F. Burnson	0.50	Telephone conference with M. Levine, K&E team re work in process.
03/14/25	Caroline Buthe	0.40	Telephone conference with B. Nakhaimousa, K&E team re work in process.
03/14/25	Aislinn Comiskey	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
03/14/25	Julia Fletcher	0.40	Conference with B. Nakhaimousa, K&E team re work in process.
03/14/25	Sarah Jones	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
03/14/25	Dominick Vito Manetta	1.20	Review, revise work in process summary (.7); telephone conference with B. Nakhaimousa, K&E team re work in process (.5).
03/14/25	Brian Messing	0.40	Conference with B. Nakhaimousa, K&E team re work in process.
03/14/25	Brian Nakhaimousa	1.00	Conference with Ducera, D. Hunter, K&E team, Alix, Company re deal status, next steps, work in process.
03/14/25	Sarah Osborne	0.80	Review, revise work in process summary (.3); telephone conference with B. Nakhaimousa, K&E team re work in process (.5).
03/14/25	Joshua Raphael	0.70	Conference with M. Levine, K&E team re work in process (.5); conference with Company, M. Levine, K&E team, Alix, Ducera re priority workstreams (.2).
03/14/25	Michael A. Sloman	0.40	Telephone conference with B. Nakhaimousa, K&E team re work in process.
03/14/25	Ishaan G. Thakran	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
03/14/25	Luz Tur-Sinai Gozal	0.40	Conference with B. Nakhaimousa, K&E team re work in process.
03/14/25	Mary Catherine Young	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
03/17/25	Michael Beauchamp	0.60	Telephone conference with B. Nakhaimousa, M. Levine, K&E team, Alix team, YC team re work in process.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/17/25	Sloane Bessey	0.10	Review, analyze correspondence with M. Levine, K&E team re work in process.
03/17/25	Julia F. Burnson	1.10	Compile recently filed pleadings.
03/17/25	Caroline Buthe	0.50	Conference with M. Levine, K&E team, Alix team, YC team re work in process.
03/17/25	Aislinn Comiskey	0.60	Conference with M. Levine, K&E team, YC team, Alix team, Ducera team re work in process.
03/17/25	Julia Fletcher	0.50	Conference with B. Nakhaimousa, M. Levine, K&E team, Alix team, YC team re work in process.
03/17/25	Keli Huang	0.50	Telephone conference with Company, Ducera, Alix, S. OHargan, K&E team re case strategy, next steps.
03/17/25	Maddison Levine	1.00	Telephone conference with D. Hunter, K&E team, Company advisors, 1L advisors re case status, open items (.5); telephone conference with B. Nakhaimousa, K&E team, Ducera, YCST, Alix re same (.5).
03/17/25	Cara Li	0.50	Telephone conference with Company, Ducera, Alix, K. Huang, K&E team re case strategy, next steps.
03/17/25	Dominick Vito Manetta	1.10	Draft, revise work in process summary (.5); telephone conference with M. Levine, K&E team, Alix team, Ducera team, YC team re work in process (.6).
03/17/25	Brian Nakhaimousa	1.00	Conference with D. Hunter, K&E team, Alix, Ducera, Lazard, PH re deal status, check in, work in process (.5); conference with Ducera, M. Levine, K&E team, Alix, YC re case status, work in process, next steps (.5).
03/17/25	Sarah Osborne	0.50	Telephone conference with Alix team, YC team, M. Levine, K&E team re case updates.
03/17/25	Joshua Raphael	0.60	Conference with M. Levine, K&E team, advisors re status.
03/17/25	Michael A. Sloman	0.60	Telephone conference with M. Levine, K&E team, Alix team, YC team re case status, next steps.
03/17/25	Ishaan G. Thakran	0.60	Conference with M. Levine, K&E team, Alix team, YC team re case status, next steps.
03/18/25	Michael Beauchamp	1.00	Conference with B. Nakhaimousa, M. Levine, K&E team re work in process.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/18/25	Ziv Ben-Shahar	1.00	Conference with M. Levine, K&E team re work in process.
03/18/25	Sloane Bessey	1.20	Review, analyze correspondence with M. Levine, K&E team re work in process (.2); video conference with M. Levine, K&E team re work in process (1.0).
03/18/25	Jacob E. Black	1.00	Conference with B. Nakhaimousa, K&E team re work in process.
03/18/25	Julia F. Burnson	0.80	Telephone conference with M. Levine, K&E team re work in process (partial).
03/18/25	Caroline Buthe	1.00	Conference with M. Levine, K&E team re work in process.
03/18/25	Aislinn Comiskey	1.00	Conference with M. Levine, K&E team re work in process.
03/18/25	Julia Fletcher	1.10	Conference with M. Levine, K&E team re work in process (1.0); review, analyze email correspondence re same (.1).
03/18/25	Rachel Golden	1.00	Review, revise work in process summary (.9); correspond with M. Levine, K&E team, advisors re same (.1).
03/18/25	Derek I. Hunter	2.00	Conferences with M. Levine, K&E team, company advisors re work in process, related confirmation issues (1.4); correspond with M. Levine, K&E team re same (.6).
03/18/25	Sarah Jones	1.00	Conference with B. Nakhaimousa, K&E team re work in process.
03/18/25	Maddison Levine	1.20	Telephone conference with B. Nakhaimousa, K&E team re work in process (.6); telephone conference with Company, Company advisors re case status, open items (.6).
03/18/25	Drew Maliniak	0.40	Participate on advisor working group status call.
03/18/25	Dominick Vito Manetta	2.00	Draft, revise work in process summary (1.1); conference with M. Levine, K&E team re work in process (.9).
03/18/25	Brian Messing	0.90	Conference with M. Levine, K&E team re work in process.
03/18/25	Brian Nakhaimousa	0.80	Conference with M. Levine, K&E team re works in process, next steps.
03/18/25	Sarah Osborne	1.00	Conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/18/25	Joshua Raphael	1.00	Conference with M. Levine, K&E team re work in process.
03/18/25	Michael A. Sloman	1.00	Conference with M. Levine, K&E team re work in process.
03/18/25	Ishaan G. Thakran	1.00	Conference with M. Levine, K&E team re work in process.
03/18/25	Luz Tur-Sinai Gozal	1.00	Conference with B. Nakhaimousa, K&E team re work in process.
03/18/25	Mary Catherine Young	1.50	Conference with M. Levine, K&E team re work in process (1.0); review, revise summary re same (.5).
03/19/25	Ziv Ben-Shahar	0.80	Conference with M. Levine, K&E team re work in process.
03/19/25	Sloane Bessey	0.20	Review, analyze correspondence with M. Levine, K&E team re work in process.
03/19/25	Caroline Buthe	0.80	Telephone conference with M. Levine, K&E team re work in process.
03/19/25	Rachel Golden	1.40	Review, revise work in process summary.
03/19/25	Maddison Levine	0.50	Telephone conference with B. Nakhaimousa, K&E team re work in process, open items.
03/19/25	Brian Nakhaimousa	2.00	Conference with D. Hunter, M. Levine re work in process, next steps (.8); conference with M. Levine, K&E team re work in process, next steps (.8); conference with R. Golden re work in process summary for Company (.4).
03/19/25	Joshua Raphael	0.80	Conference with M. Levine, K&E team re work in process.
03/19/25	Michael A. Sloman	0.80	Telephone conference with M. Levine, K&E team re work in process.
03/19/25	Josh Sussberg, P.C.	0.30	Telephone conference with Company re case status (.1); telephone conference with Ducera team re same (.2).
03/19/25	Quin Wetzel	0.60	Telephone conference with M. Levine, K&E team re work in process.
03/20/25	Sloane Bessey	0.50	Revise summary re work in process (.3); correspond with M. Levine, K&E team re same (.2).
03/20/25	Rachel Golden	1.60	Review, revise work in process summary.
03/20/25	Keli Huang	0.50	Telephone conference with Company, Ducera, Alix, K. Huang, K&E team re case strategy, next steps.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/20/25	Maddison Levine	1.20	Telephone conference with Company, Company advisors re case status, open items (.6); review, revise summary re same, key dates and deadlines (.6).
03/20/25	Dominick Vito Manetta	1.40	Draft, revise work in process summary.
03/20/25	Brian Nakhaimousa	0.80	Conference with M. Levine re work in process, next steps.
03/20/25	Joshua Raphael	1.00	Conference with M. Levine, K&E team, 1L advisors re plan, OCPs, status.
03/21/25	Ziv Ben-Shahar	1.00	Conference with M. Levine, K&E team re work in process.
03/21/25	Sloane Bessey	0.60	Correspond with M. Levine, K&E team re work in process (.1); conference with M. Levine, K&E team re work in process (.5).
03/21/25	Julia F. Burnson	0.50	Telephone conference with M. Levine, K&E team re work in process.
03/21/25	Caroline Buthe	0.50	Telephone conference with M. Levine, K&E team re case status.
03/21/25	Aislinn Comiskey	0.50	Conference with M. Levine, K&E team re work in process.
03/21/25	Julia Fletcher	0.80	Conference with M. Levine, K&E team re work in process (.5); review, revise summary re same (.3).
03/21/25	Sarah Jones	0.50	Conference with M. Levine, K&E team re work in process.
03/21/25	Maddison Levine	0.80	Telephone conference with B. Nakhaimousa, K&E team re work in process (.5); review, analyze summary re same (.3).
03/21/25	Dominick Vito Manetta	1.60	Draft, revise work in process summary (1.1); telephone conference with M. Levine, K&E team re same (.5).
03/21/25	Brian Messing	0.40	Conference with M. Levine, K&E team re work in process.
03/21/25	Brian Nakhaimousa	2.30	Review, revise work in process summary (.2); correspond with D. Manetta re same (.1); conference with J. Sussberg, K&E team re next steps, response letter (.5); conference with M. Levine, K&E team re work in process, next steps (.5); follow up conferences with M. Levine re work in process (1.0).
03/21/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/21/25	Joshua Raphael	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
03/21/25	Michael A. Sloman	0.50	Telephone conference with M. Levine, K&E team re work in process.
03/21/25	Ishaan G. Thakran	0.50	Conference with M. Levine, K&E team re work in process.
03/21/25	Luz Tur-Sinai Gozal	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
03/21/25	Mary Catherine Young	0.50	Conference with M. Levine, K&E team re work in process.
03/22/25	Sloane Bessey	0.10	Correspond with M. Levine, K&E team re work in process.
03/22/25	Maddison Levine	0.60	Telephone conference with Company, N. Greenblatt, K&E team re status, open items.
03/22/25	Brian Nakhaimousa	0.60	Conference with J. Sussberg, K&E team, Company re status, next steps (.5); conference with J. Sussberg, K&E team re same (.1).
03/24/25	Michael Beauchamp	0.60	Telephone conference with Alix team, YC team, M. Levine, K&E team re work in process.
03/24/25	Ziv Ben-Shahar	0.50	Conference with M. Levine, K&E team re work in process.
03/24/25	Caroline Buthe	0.60	Telephone conference with B. Nakhaimousa, K&E team, Alix team, YC team re case status.
03/24/25	Jacqueline Cloutier	0.50	Telephone conference with Alix team, B. Nakhaimousa, K&E team, YC team re cast status, next steps.
03/24/25	Aislinn Comiskey	0.50	Conference with M. Levine, K&E team, Alix team, YC team re work in process.
03/24/25	Julia Fletcher	0.40	Conference with Alix team, YC team, M. Levine, K&E team re work in process.
03/24/25	Dominick Vito Manetta	0.90	Draft, revise work in process summary (.4); telephone conference with M. Levine, K&E team, YC team, Alix team re case updates, next steps (.5).
03/24/25	Brian Nakhaimousa	0.20	Conference with R. Golden re work in process.
03/24/25	Brian Nakhaimousa	0.10	Conference with M. Levine re work in process.
03/24/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team, Alix team re work in process.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/24/25	Joshua Raphael	0.40	Conference with M. Levine, K&E team, Ducera, Alix, Lazard, PH re status.
03/24/25	Michael A. Sloman	0.60	Telephone conference with M. Levine, K&E team, Alix team, YC team re case status, next steps.
03/24/25	Ishaan G. Thakran	0.40	Conference with M. Levine, K&E team, YC team, Alix team re case status, next steps.
03/25/25	Michael Beauchamp	0.50	Telephone conference with B. Nakhaimousa, K&E team re work in process.
03/25/25	Ziv Ben-Shahar	0.60	Conference with M. Levine, K&E team re work in process.
03/25/25	Ziv Ben-Shahar	1.00	Conference with M. Levine, K&E team re case updates.
03/25/25	Sloane Bessey	0.60	Review, analyze correspondence with M. Levine, K&E team re work in process (.1); conference with M. Levine, K&E team re same (.5).
03/25/25	Julia F. Burnson	0.80	Telephone conference with M. Levine, K&E team re work in process.
03/25/25	Caroline Buthe	0.50	Conference with M. Levine, K&E team re work in process.
03/25/25	Aislinn Comiskey	0.50	Conference with M. Levine, K&E team re work in process.
03/25/25	Julia Fletcher	0.60	Conference with M. Levine, K&E team re work in process.
03/25/25	Sarah Jones	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
03/25/25	Maddison Levine	1.40	Telephone conference with Company, Company advisors re case status, open items (.5); review, revise key dates and deadlines summary re same (.3); telephone conference with B. Nakhaimousa, K&E team re works in process (.4); review, analyze summary re same (.2).
03/25/25	Dominick Vito Manetta	1.60	Draft, revise work in process summary (1.1); conference with M. Levine, K&E team re work in process (.5).
03/25/25	Mark McKane, P.C.	0.80	Telephone conference with Alix team, Ducera team, J. Goldfine, K&E team re litigation, settlement updates.
03/25/25	Brian Messing	0.50	Conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	Brian Nakhaimousa	1.00	Conference with M. Levine, K&E team re work in process, next steps (.5); conference with Company, M. Levine, K&E team, Ducera, Alix re case status, next steps, work in process (.5).
03/25/25	Sarah Osborne	0.70	Review, revise work in process summary (.2); telephone conference with M. Levine, K&E team re work in process (.5).
03/25/25	Joshua Raphael	0.50	Conference with M. Levine, K&E team re work in process.
03/25/25	Michael A. Sloman	0.50	Telephone conference with M. Levine, K&E team re work in process.
03/25/25	Josh Sussberg, P.C.	0.20	Telephone conference with Company re status.
03/25/25	Ishaan G. Thakran	0.50	Conference with M. Levine, K&E team re work in process.
03/25/25	Luz Tur-Sinai Gozal	0.50	Conference with M. Levine, K&E team re work in process.
03/26/25	Sloane Bessey	0.30	Review, analyze correspondence with M. Levine, K&E team re work in process.
03/26/25	Julia F. Burnson	0.80	Compile recently filed pleadings.
03/26/25	Maddison Levine	0.50	Telephone conference with N. Greenblatt, K&E team re case status, open items.
03/26/25	Brian Nakhaimousa	0.80	Conference with M. Levine, D. Hunter re case status, next steps, work in process (.7); correspond with Board re deal status (.1).
03/26/25	Brian Nakhaimousa	0.50	Conference with N. Greenblatt, K&E team re work in process, deal status, next steps.
03/27/25	Sloane Bessey	0.10	Correspond with M. Levine, K&E team re work in process.
03/27/25	Maddison Levine	0.50	Telephone conference with Company, Company advisors re case status, open items.
03/27/25	Dominick Vito Manetta	0.10	Draft, revise work in process summary.
03/27/25	Brian Nakhaimousa	1.10	Conference with Ducera, Alix, D. Hunter, K&E team, Company re status, next steps, work in process (1.0); correspond with J. Burnson re case calendar (.1).
03/27/25	Josh Sussberg, P.C.	0.20	Telephone conference with M. Levine, K&E team re deal status, next steps.
03/28/25	Michael Beauchamp	0.80	Telephone conference with M. Levine re work in process.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/28/25	Ziv Ben-Shahar	0.70	Conference with M. Levine, K&E team re work in process.
03/28/25	Sloane Bessey	0.80	Conference with M. Levine, K&E team re work in process.
03/28/25	Julia F. Burnson	0.80	Conference with M. Levine, K&E team re work in process.
03/28/25	Aislinn Comiskey	0.80	Conference with M. Levine, K&E team re work in process.
03/28/25	Julia Fletcher	0.70	Conference with M. Levine, K&E team re work in process.
03/28/25	Maddison Levine	1.40	Telephone conference with B. Nakhaimousa, K&E team re works in process (.7); review, analyze summary re same (.3); telephone conference with D. Hunter, B. Nakhaimousa re case status, open items (.4).
03/28/25	Dominick Vito Manetta	1.60	Draft, revise work in process summary (.8); telephone conference with M. Levine, K&E team re same (.8).
03/28/25	Brian Messing	0.70	Conference with M. Levine, K&E team re work in process.
03/28/25	Brian Nakhaimousa	0.90	Conference with M. Levine, K&E team re work in process, next steps (.8); follow up conference with M. Levine, K&E team re same (.1).
03/28/25	Sarah Osborne	0.70	Telephone conference with M. Levine, K&E team re work in process.
03/28/25	Joshua Raphael	0.40	Telephone conference with M. Levine, K&E team re work in process.
03/28/25	Michael A. Sloman	0.80	Telephone conference with M. Levine, K&E team re work in process.
03/28/25	Luz Tur-Sinai Gozal	0.80	Conference with B. Nakhaimousa, K&E team re work in process.
03/28/25	Mary Catherine Young	0.70	Conference with M. Levine, K&E team re work in process.
03/30/25	Derek I. Hunter	1.00	Correspond with M. Levine, K&E team, company advisors re work in process, next steps.
03/31/25	Ziv Ben-Shahar	0.60	Conference with M. Levine, K&E team re work in process.
03/31/25	Sloane Bessey	0.40	Conference with M. Levine, K&E team, YC team, and Alix team re work in process.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050119813
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/31/25	Jacqueline Cloutier	0.50	Telephone conference with B. Nakhaimousa, K&E team, Alix team, YC team re case status, next steps.
03/31/25	Aislinn Comiskey	0.50	Conference with M. Levine, K&E team, Alix team, YC team re case status, next steps.
03/31/25	Julia Fletcher	0.40	Conference with M. Levine, K&E team, YC team, Alix team re work in process.
03/31/25	Keli Huang	0.50	Telephone conference with Company, Company advisors re case status, next steps.
03/31/25	Maddison Levine	1.90	Telephone conference with B. Nakhaimousa, K&E team re work in process (.6); review, analyze summary re same (.3); telephone conferences with B. Nakhaimousa, K&E team, Alix, Ducera, YCST re case status, open items (.5); telephone conference with YCST, B. Nakhaimousa, K&E team re same (.5).
03/31/25	Cara Li	0.50	Telephone conference with Company, Company advisors re case status, next steps.
03/31/25	Dominick Vito Manetta	1.30	Draft, revise work in process summary (.8); telephone conference with M. Levine, K&E team, YC team, Alix team re same (.5).
03/31/25	Brian Nakhaimousa	0.30	Conference with Company, M. Levine re caller status.
03/31/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team, Alix team, YC team re case status, next steps.
03/31/25	Joshua Raphael	0.40	Conference with Debtor advisors, 1L advisors re status.
03/31/25	Ishaan G. Thakran	0.50	Conference with M. Levine, K&E team, Alix team, YC team re case status, next steps.
03/31/25	Quin Wetzel	0.50	Telephone conference with M. Levine, K&E team, Alix team, YC team re work in process.
03/31/25	Mary Catherine Young	1.00	Review, revise summary re work in process (.5); conference with M. Levine, K&E team, Alix team, YC team re work in process (.5).
Total		224.60	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119814
Client Matter: 58395-20

In the Matter of Retention – K&E

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 210,798.50</u>
Total legal services rendered	\$ 210,798.50

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Retention – K&E

Invoice Number: 1050119814
 Matter Number: 58395-20

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	1.90	1,065.00	2,023.50
Ziv Ben-Shahar	6.50	1,195.00	7,767.50
Sloane Bessey	9.00	1,065.00	9,585.00
Caroline Buthe	5.80	880.00	5,104.00
Aislinn Comiskey	9.50	880.00	8,360.00
Matthew Cooper	3.40	370.00	1,258.00
Marta Dudyan	5.20	370.00	1,924.00
Julia Fletcher	1.30	880.00	1,144.00
Rachel Golden	86.40	1,195.00	103,248.00
Susan D. Golden	1.70	1,795.00	3,051.50
Nicole L. Greenblatt, P.C.	1.30	2,595.00	3,373.50
Maddison Levine	8.90	1,465.00	13,038.50
Dominick Vito Manetta	7.50	880.00	6,600.00
Mark McKane, P.C.	0.50	2,265.00	1,132.50
Brian Nakhaimousa	0.40	1,465.00	586.00
Eric Nyberg	10.10	370.00	3,737.00
Sarah Osborne	2.30	1,065.00	2,449.50
Joshua Raphael	1.80	1,195.00	2,151.00
Michael A. Sloman	5.50	1,375.00	7,562.50
Josh Sussberg, P.C.	0.30	2,595.00	778.50
Ishaan G. Thakran	17.50	1,065.00	18,637.50
Quin Wetzel	3.70	1,065.00	3,940.50
Mary Catherine Young	2.80	1,195.00	3,346.00
TOTALS	193.30		\$ 210,798.50

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050119814
Matter Number: 58395-20

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/01/25	Rachel Golden	5.70	Review, revise K&E retention application (2.3); review, revise motion to seal re same (1.2); review, revise schedules re K&E retention application (1.9); correspond with M. Levine, K&E team re same (.3).
03/01/25	Maddison Levine	1.90	Review, revise K&E retention application (.6); correspond and conference with R. Golden, K&E team re same (.3); review, revise motion to seal (.7); correspond with I. Thakran, K&E team re same (.3).
03/01/25	Brian Nakhaimousa	0.40	Review revise motion to seal (.3); correspond with R. Golden, K&E team re same (.1).
03/01/25	Eric Nyberg	1.80	Review, revise schedules for K&E retention declaration.
03/01/25	Michael A. Sloman	0.90	Review, revise K&E retention application (.4); review, revise motion to seal re same (.5).
03/01/25	Ishaan G. Thakran	4.50	Review, revise motion to seal re K&E retention application (3.9); correspond with M. Levine, K&E team re same (.6).
03/02/25	Rachel Golden	0.20	Correspond with M. Levine, K&E team re K&E retention application.
03/03/25	Caroline Buthe	0.80	Review, analyze potential specific disclosures re K&E retention application (.4); revise motion to seal (.4).
03/03/25	Rachel Golden	6.80	Review, revise K&E retention application (3.3); review, revise motion to seal re same (1.2); review, revise schedules re K&E retention application (1.9); correspond with M. Levine, K&E team re same (.4).
03/04/25	Ziv Ben-Shahar	3.40	Review, revise K&E retention application (1.9); correspond with R. Golden, K&E team re same (.2); coordinate filing of same (.4); review, revise motion to seal confidential parties re same (.6); correspond with M. Sloman, K&E team re same (.3).
03/04/25	Rachel Golden	7.40	Review, revise K&E retention application (3.9); review, revise motion to seal re same (1.2); review, revise schedules re K&E retention application (1.9); correspond with M. Levine, K&E team re same (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050119814
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/04/25	Maddison Levine	2.40	Review, revise K&E retention application (.9); correspond with R. Golden, K&E team re same (.2); coordinate filing of same (.4); review, revise motion to seal confidential parties re same (.6); correspond with M. Sloman, K&E team re same (.3).
03/04/25	Ishaan G. Thakran	1.70	Draft, revise motion to seal re K&E retention application (1.2); correspond with R. Golden, K&E team re same (.5).
03/05/25	Rachel Golden	10.80	Review, revise K&E retention application (3.7); review, revise motion to seal re same (3.2); review, revise schedules re K&E retention application (3.6); correspond with M. Levine, K&E team re same (.3).
03/05/25	Ishaan G. Thakran	1.00	Draft, revise K&E invoice re privilege issues (.6); conference with R. Golden, C. Buthe re same (.4).
03/06/25	Caroline Buthe	0.60	Conference with I. Thakran re review of K&E invoice re privilege issues (.4); correspond with I. Thakran, K&E team re same (.2).
03/06/25	Rachel Golden	8.40	Review, revise K&E retention application (3.5); review, revise motion to seal re same (1.8); review, revise schedules re K&E retention application (2.8); correspond with M. Levine, K&E team re same (.3).
03/06/25	Ishaan G. Thakran	1.00	Conference with C. Buthe re privilege issues re K&E invoice (.4); draft, revise summary re same (.6).
03/07/25	Caroline Buthe	0.40	Correspond with I. Thakran re privilege issues re K&E invoice (.3); telephone conference with I. Thakran re same (.1).
03/07/25	Rachel Golden	6.30	Review, revise K&E retention application (2.3); review, revise motion to seal re same (1.2); review, revise schedules re K&E retention application (2.5); correspond with M. Levine, K&E team re same (.3).
03/07/25	Ishaan G. Thakran	2.70	Review, revise K&E invoice re privilege, confidentiality (1.5); correspond with R. Golden, C. Buthe re same (.5); correspond with M. Levine, K&E team re same (.7).
03/10/25	Michael Beauchamp	1.30	Review, revise K&E invoice re privilege, confidentiality considerations.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050119814
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/10/25	Sloane Bessey	2.90	Review, revise K&E invoice re privilege and confidentiality considerations (2.5); conference with R. Golden, K&E team re same (.4).
03/10/25	Caroline Buthe	1.60	Review, revise K&E invoice re privilege and confidentiality considerations (1.1); telephone conference with R. Golden, K&E team re same (.5).
03/10/25	Aislinn Comiskey	4.10	Review, revise K&E invoice re privilege and confidentiality considerations (3.7); conference with R. Golden, K&E team re same (.4).
03/10/25	Julia Fletcher	1.30	Conference with R. Golden, K&E team re review of K&E invoice re privilege, confidentiality considerations (.4); review, revise summary re same (.9).
03/10/25	Rachel Golden	5.00	Review, revise K&E retention application (1.8); review, revise K&E invoice re privilege, confidentiality considerations (2.9); correspond with I. Thakran re same (.3).
03/10/25	Dominick Vito Manetta	1.70	Review, revise K&E invoice re privilege and confidentiality considerations (1.3); telephone conference with R. Golden, K&E team re same (.4).
03/10/25	Sarah Osborne	1.20	Review, revise K&E invoice re privilege and confidentiality considerations (.7); telephone conference with R. Golden, K&E team re same (.5).
03/10/25	Ishaan G. Thakran	4.50	Review, revise K&E invoice re privilege and confidentiality considerations (3.5); conference with R. Golden, K&E team re same (.5); correspond with R. Golden, K&E team re same (.5).
03/10/25	Quin Wetzel	2.40	Review, revise K&E invoice re privilege, confidentiality.
03/11/25	Michael Beauchamp	0.60	Review, revise K&E invoice for privilege, confidentiality considerations.
03/11/25	Sloane Bessey	4.70	Review, revise K&E invoice re privilege and confidentiality considerations.
03/11/25	Caroline Buthe	1.60	Review, revise K&E invoice re privilege and confidentiality considerations.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050119814
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/11/25	Aislinn Comiskey	5.40	Review, revise K&E invoice re privilege and confidentiality considerations (5.2); correspond with I. Thakran re same (.2).
03/11/25	Rachel Golden	5.00	Review, revise K&E retention application (2.3); review, revise K&E invoice re privilege and confidentiality considerations (2.4); correspond with I. Thakran re same (.3).
03/11/25	Nicole L. Greenblatt, P.C.	0.50	Review and analyze inbound inquiries from White and Case on K&E retention matters.
03/11/25	Maddison Levine	1.10	Review, revise K&E invoice re privilege, confidentiality.
03/11/25	Dominick Vito Manetta	3.30	Review, revise K&E invoice re privilege and confidentiality considerations.
03/11/25	Mark McKane, P.C.	0.50	Review, analyze White & Case correspondence re K&E retention.
03/11/25	Sarah Osborne	1.10	Review, revise K&E invoice re privilege and confidentiality considerations.
03/11/25	Michael A. Sloman	0.20	Correspond with R. Golden re K&E retention issues.
03/11/25	Josh Sussberg, P.C.	0.10	Correspond with M. Levine, K&E team re K&E retention and responses to questions.
03/11/25	Ishaan G. Thakran	1.00	Review, revise K&E invoice re privilege and confidentiality considerations (.5); correspond with D. Manetta, K&E team re same (.5).
03/11/25	Quin Wetzel	0.90	Review, revise invoice re confidentiality, privilege.
03/12/25	Sloane Bessey	0.40	Review, revise K&E invoice re privilege and confidentiality considerations.
03/12/25	Rachel Golden	5.20	Telephone conference with D. Nemecek, D. Hunter re K&E retention considerations (.5); draft summaries re same (.4); review, revise K&E retention application (2.8); review, revise K&E invoice re privilege and confidentiality considerations (1.2); correspond with I. Thakran re same (.3).
03/12/25	Maddison Levine	1.20	Review, analyze W&C comments re K&E retention application (.8); correspond and conference with D. Hunter, R. Golden re same, next steps (.4).
03/12/25	Dominick Vito Manetta	2.50	Review, revise K&E invoice re privilege and confidentiality considerations.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050119814
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/13/25	Susan D. Golden	0.70	Correspond with R. Golden, K&E team re contested K&E retention issue (.2); review, analyze U.S. Trustee comments to K&E retention application (.2); correspond with R. Golden, K&E team re response to U.S. Trustee comments to K&E retention order (.2); conference with R. Golden re same (.1).
03/13/25	Rachel Golden	6.20	Telephone conference with D. Nemecek, D. Hunter re K&E retention considerations (.5); draft summaries re same (.3); review, revise K&E retention application (3.2); review, revise K&E invoice re privilege and confidentiality considerations (1.9); correspond with I. Thakran re same (.3).
03/14/25	Sloane Bessey	1.00	Correspond with R. Golden, K&E team, YC team re supplemental K&E retention declaration (.5); correspond with R. Golden re same (.2); revise supplemental K&E retention declaration (.3).
03/14/25	Rachel Golden	4.60	Telephone conference with D. Nemecek, D. Hunter re K&E retention (.4); draft summaries re same (.4); review, revise K&E retention application (2.8); review, revise work in process summary re K&E retention issues (.3); draft summary re same (.3); correspond with I. Thakran re same (.4).
03/14/25	Nicole L. Greenblatt, P.C.	0.50	Review and analyze responses to informal U.S. Trustee and W&C inquiries on retention application.
03/14/25	Ishaan G. Thakran	0.70	Correspond with R. Golden re confidentiality issues re K&E invoice.
03/17/25	Ziv Ben-Shahar	3.10	Review, revise K&E invoice re privilege and confidentiality considerations.
03/17/25	Michael A. Sloman	0.30	Correspond with R. Golden re K&E retention considerations.
03/17/25	Mary Catherine Young	0.90	Review, revise K&E invoice re privilege, confidentiality considerations.
03/18/25	Matthew Cooper	1.70	Review, analyze supplemental disclosures re K&E retention application.
03/18/25	Marta Dudyan	3.80	Review, analyze potential disclosures re K&E retention application.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050119814
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/18/25	Susan D. Golden	0.60	Review, analyze U.S. Trustee comments and requests re K&E retention application (.4); correspond with R. Golden, K&E team re same (.2).
03/18/25	Rachel Golden	2.90	Review, analyze U.S. Trustee comments re K&E retention (1.2); research precedent re same (.6); review, analyze precedent re same (.4); correspond with D. Hunter, K&E team re same (.4); correspond with U.S. Trustee re same (.3).
03/18/25	Eric Nyberg	5.40	Review, analyze supplemental disclosures re K&E retention .
03/18/25	Michael A. Sloman	3.80	Review, revise K&E invoice re privilege, confidentiality considerations.
03/18/25	Mary Catherine Young	1.90	Review, revise K&E invoice re privilege, confidentiality considerations.
03/19/25	Caroline Buthe	0.80	Draft, revise certificate of no objection re motion to seal parties in interest (.7); correspond with YC team re same (.1).
03/19/25	Matthew Cooper	1.70	Review, analyze supplemental disclosures re K&E retention.
03/19/25	Marta Dudyan	1.40	Review, analyze potential supplemental disclosures re K&E retention.
03/19/25	Susan D. Golden	0.40	Review, analyze requests of U.S. Trustee for supplemental declaration in support of K&E retention (.3); conference with R. Golden re same (.1).
03/19/25	Rachel Golden	5.70	Correspond with U.S. Trustee re K&E supplemental declaration (.7); conference with U.S. Trustee re same (.2); research precedent re same (.3); correspond (multiple) with M. Levine, K&E team re same (1.1); conference with S. Golden re same (.4); draft, revise same (2.7); correspond with C. Buthe re motion to seal (.3).
03/19/25	Maddison Levine	1.80	Review, analyze U.S. Trustee K&E retention issues (.6); review, analyze K&E retention application re same (.2); correspond and conferences with D. Hunter, R. Golden re same, next steps (.2); review, revise supplemental declaration re same (.3); review, revise CNO re motion to seal confidential retention application parties (.3); correspond with C. Buthe, YCST re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050119814
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/19/25	Eric Nyberg	2.90	Review, analyze supplemental disclosures re K&E retention.
03/19/25	Joshua Raphael	0.40	Review, analyze K&E invoice re privilege and confidentiality.
03/19/25	Josh Sussberg, P.C.	0.20	Review, analyze issues re K&E supplemental disclosure (.1); telephone conference with Ducera team re same (.1).
03/19/25	Quin Wetzel	0.40	Review, analyze K&E weekly fee estimates (.2); correspond with D. Hunter, Alix team re same (.2).
03/20/25	Rachel Golden	3.20	Review, revise supplemental declaration (2.1); correspond (multiple) with M. Sloman, K&E team re same (1.1).
03/20/25	Rachel Golden	2.30	Review, revise invoice re privilege, confidentiality considerations.
03/20/25	Joshua Raphael	1.40	Review, analyze K&E invoice re privilege, confidentiality.
03/20/25	Michael A. Sloman	0.30	Review K&E supplemental declaration.
03/21/25	Nicole L. Greenblatt, P.C.	0.30	Review update correspondence re supplemental declaration and review same.
03/21/25	Maddison Levine	0.50	Coordinate filing K&E retention supplemental declaration, CoC re same (.2); correspond with R. Golden, YCST, K&E team re same (.1); review, analyze same (.2).
03/25/25	Ishaan G. Thakran	0.40	Review, revise K&E supplemental retention application.
03/27/25	Rachel Golden	0.20	Correspond with AlixPartners re professional fees.
03/27/25	Rachel Golden	0.50	Conference with M. Sloman, K&E team re retention considerations.
Total		193.30	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119815
Client Matter: 58395-21

In the Matter of Retention – Non-K&E

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 125,027.50</u>
Total legal services rendered	\$ 125,027.50

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Retention – Non-K&E

Invoice Number: 1050119815
 Matter Number: 58395-21

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ziv Ben-Shahar	1.20	1,195.00	1,434.00
Sloane Bessey	12.80	1,065.00	13,632.00
Julia F. Burnson	0.50	685.00	342.50
Caroline Buthe	0.60	880.00	528.00
Rachel Golden	6.70	1,195.00	8,006.50
Maddison Levine	18.70	1,465.00	27,395.50
Dominick Vito Manetta	5.60	880.00	4,928.00
Brian Nakhaimousa	1.60	1,465.00	2,344.00
Joshua Raphael	23.80	1,195.00	28,441.00
Michael A. Sloman	0.20	1,375.00	275.00
Ishaan G. Thakran	35.40	1,065.00	37,701.00
TOTALS	107.10		\$ 125,027.50

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050119815
Matter Number: 58395-21

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Maddison Levine	0.40	Review, analyze OCP report (.2); correspond with J. Raphael re same, OCP matters (.2).
03/03/25	Joshua Raphael	0.40	Review, revise OCP quarterly report.
03/04/25	Ziv Ben-Shahar	1.20	Telephone conference with J. Raphael, professionals re OCP status, next steps (.4); correspond with J. Raphael, Alix re same (.3); correspond with Company re Clearbridge retention (.3); review, analyze engagement letter re same (.2).
03/04/25	Maddison Levine	1.20	Telephone conference with J. Raphael, professionals re OCP status, next steps (.4); correspond with J. Raphael, Alix re same (.3); correspond with Company re Clearbridge retention (.3); review, analyze engagement letter re same (.2).
03/04/25	Dominick Vito Manetta	4.40	Draft Hilco retention application (2.8); correspond with J. Raphael re same (.3); draft Hilco retention order (.4); revise Hilco retention declaration (.9).
03/04/25	Brian Nakhaimousa	0.40	Conference with RMUS, J. Raphael, K&E team re OCP matters.
03/04/25	Joshua Raphael	1.40	Review, analyze OCP issue (.5); conference with RSM, M. Levine re OCP retention (.2); prepare and correspond re same (.2); review, analyze Clearbridge engagement letter (.4); correspond with D. Hunter re same (.1).
03/05/25	Maddison Levine	0.90	Correspond with J. Raphael re OCP matters (.3); review, analyze issues re same (.6).
03/05/25	Joshua Raphael	0.40	Correspond with Company, M. Levine, YC, AlixPartners re OCPs (.2); review, analyze OCP declarations (.2).
03/06/25	Sloane Bessey	1.70	Draft supplemental ordinary course professional list notice (1.4); correspond with J. Raphael re same (.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050119815
Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/06/25	Maddison Levine	1.40	Review, analyze issues re OCP retention (.3); review, revise supplemental OCP list (.2); correspond with J. Raphael re same (.2); telephone conference with OCP, J. Raphael re declaration, next steps (.3); telephone conference with Hilco, J. Raphael, K&E team re retention process, next steps (.2); review, analyze issues re same (.2).
03/06/25	Joshua Raphael	1.10	Conference with OCP professional re ordinary course professional requirements (.3); correspond with ordinary course professional re same (.4); review, analyze precedent declarations re same (.4).
03/06/25	Ishaan G. Thakran	1.90	Review, revise EY fee statement (1.4); correspond with R. Golden re same (.5).
03/07/25	Sloane Bessey	1.20	Review, revise supplemental professional retention declaration (1.0); correspond with R. Golden re same (.2).
03/07/25	Maddison Levine	0.80	Telephone conference with OCP, J. Raphael re OCP process, next steps (.3); review, analyze Chilmark engagement letter (.3); correspond with Company re same (.2).
03/07/25	Brian Nakhaimousa	0.50	Conference with Clearbridge re ordinary course professional matter.
03/07/25	Joshua Raphael	2.60	Conference with Clearbridge re OCP process, follow up re same (.9); review, analyze KPMG, Littler OCP declarations (.3); prepare notice re same (1.3); correspond with M. Levine re same (.1).
03/07/25	Joshua Raphael	0.40	Review, analyze OCP declaration (.2); correspond with OCPs re same, OCP retention (.2).
03/07/25	Ishaan G. Thakran	2.80	Review, analyze engagement letter re Akin, Company advisor (1.7); correspond with M. Levine, K&E team re same (.1); review, revise Kroll fee application (.7); correspond and conference with R. Golden, Kroll team re same (.3).
03/08/25	Sloane Bessey	0.30	Revise supplemental ordinary course professional list notice (.2); correspond with J. Raphael re same (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050119815
Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/08/25	Maddison Levine	3.10	Review, revise Chilmark engagement letter (1.4); review, analyze precedent re same (.4); correspond with I. Thakran, K&E team, Company re same (.4); review revise notice of additional ordinary course professionals (.4); correspond with J. Raphael, S. Bessey, Company re same (.3); correspond with Hilco re retention application (.2).
03/08/25	Joshua Raphael	1.00	Review, revise Hilco retention application.
03/08/25	Ishaan G. Thakran	4.30	Review, revise Chilmark engagement letter (3.5); correspond with D. Hunter, K&E team, Akin team, Company re same (.8).
03/09/25	Sloane Bessey	0.10	Correspond with J. Raphael re Hilco retention application.
03/09/25	Maddison Levine	3.40	Review, revise Hilco retention application (2.1); review, analyze engagement letter, precedent re same (.5); correspond with J. Raphael re same (.3); review, revise Chilmark engagement letter (.3); correspond with Akin, Company re same (.2).
03/09/25	Joshua Raphael	4.80	Review, revise Hilco retention application (4.6); correspond with Hilco, M. Levine re same (.2).
03/10/25	Sloane Bessey	1.70	Revise supplemental ordinary course professional notice list (1.1); correspond with J. Raphael, K&E team, YC team re same (.6).
03/10/25	Dominick Vito Manetta	0.60	Draft Hilco retention application notice.
03/10/25	Joshua Raphael	2.00	Conference with YC, M. Levine, Alix re OCPs, Hilco retention (.5); review, revise Hilco retention, supplemental notice (.8); correspond with additional OCPs re retention (.3); correspond with Company, M. Levine re supplemental OCP, potential OCPs (.2); correspond with OCPs re same (.2).
03/10/25	Ishaan G. Thakran	2.30	Review, revise advisor's fee statement (1.8); correspond with R. Golden re same (.5).
03/11/25	Sloane Bessey	0.20	Correspond with M. Levine, K&E team re ordinary course professional list notice.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050119815
Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/11/25	Maddison Levine	1.90	Review, analyze Hilco engagement letter (.2); review, revise Hilco retention application (.5); correspond with J. Raphael, Hilco re same (.3); telephone conference with Akin re Chilmark engagement letter (.2); review, analyze same (.2); review, revise supplemental OCP notice (.3); correspond with J. Raphael re same (.2).
03/11/25	Joshua Raphael	1.60	Review, analyze notice re Hilco retention application and prepare to file same (.6); correspondence re Hilco retention with Hilco, M. Levine, YC, Alix (.1); review, analyze Troutman OCP declaration (.5); correspond with U.S. Trustee and UCC re Hilco retention (.1); correspond with Company re OCP matters (.1); prepare to file OCP declaration (.2).
03/11/25	Ishaan G. Thakran	3.80	Review, revise EY fee statement (2.0); correspond with R. Golden, YC team re same (.5); review, analyze report re professionals' fees (1.0); correspond with R. Golden, K&E team re same (.3).
03/12/25	Sloane Bessey	1.40	Revise ordinary course professional declarations (.8); correspond with J. Raphael re same (.3); correspond with YC team, J. Raphael, K&E team re declarations and supplement notice of ordinary course professional list (.3).
03/12/25	Maddison Levine	0.30	Correspond and conference with Akin re Chilmark retention.
03/12/25	Dominick Vito Manetta	0.60	Review, analyze declarations re Hilco retention.
03/12/25	Joshua Raphael	1.10	Correspond with S. Bessey re Clearbridge OCP declaration (.1); review, analyze same (.5); correspond re same, OCPs, Hilco retention (.5).
03/12/25	Ishaan G. Thakran	3.40	Correspond with R. Golden, YC team re EY retention considerations (.4); review, revise Deloitte fee statement (2.6); correspond with R. Golden re same (.4).
03/13/25	Sloane Bessey	0.60	Revise ordinary course professional declaration (.4); correspond with J. Raphael, K&E team, professional re same (.2).

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Retention – Non-K&E

Invoice Number: 1050119815
 Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/13/25	Ishaan G. Thakran	3.80	Review, revise professionals' fee applications, related documents (3.3); conference with R. Golden re same (.5).
03/14/25	Sloane Bessey	1.00	Correspond with J. Raphael re ordinary course professional declarations (.5); review, revise ordinary course professional declarations (.5).
03/14/25	Rachel Golden	1.20	Review, revise advisor fee statements.
03/14/25	Brian Nakhaimousa	0.40	Conference with Akin re Chilmark engagement letter (.3); correspond with same re same (.1).
03/14/25	Joshua Raphael	0.40	Review, analyze Gordon Brothers OCP declaration.
03/14/25	Ishaan G. Thakran	2.50	Review, analyze Chilmark engagement considerations (1.5); correspond with R. Golden, B. Nakhaimousa re same (1.0).
03/15/25	Brian Nakhaimousa	0.10	Correspond with Akin re Chilmark engagement letter.
03/16/25	Ishaan G. Thakran	1.20	Review, analyze non-K&E professionals' fee applications (.5); research precedent re same (.5); correspond with R. Golden re same (.2).
03/17/25	Sloane Bessey	0.10	Correspond with J. Raphael, K&E team, Alix team re ordinary course professionals considerations.
03/17/25	Maddison Levine	1.10	Review, revise omnibus fee application (.4); correspond with YCST re same (.3); review, analyze issues re Chilmark engagement letter (.4).
03/17/25	Brian Nakhaimousa	0.20	Correspond with Akin re Chilmark engagement.
03/17/25	Ishaan G. Thakran	0.70	Correspond with R. Golden re omnibus fee application re professionals (.5); correspond with YC team re same (.2).
03/18/25	Sloane Bessey	1.00	Review, revise ordinary course professional declaration (.8); correspond with J. Raphael re same (.2).
03/18/25	Rachel Golden	1.60	Review, revise fee statements (1.4); correspond with YC re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050119815
Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/18/25	Maddison Levine	1.60	Telephone conference with J. Raphael re OCP issues (.5); telephone conference with Alix, J. Raphael re same, OCP process (.5); review, analyze MOR re OCP payments, related issues (.4); correspond with J. Raphael re same (.2).
03/18/25	Joshua Raphael	0.30	Review, analyze Centerview fee statement and correspond with O. Acuna re same (.2); correspond re OCPs (.1).
03/18/25	Joshua Raphael	2.60	Review, analyze OCP declaration (.2); correspond re OCPs (.2); review, revise Gordon Brothers OCP declaration (.5); conference with M. Levine re OCPs (.5); conference with Company, M. Levine, K&E team re OCPs, vendor matters (.5); conference with Alix re same (.4); review, analyze MORs re OCP payments (.2); correspond with M. Levine re same (.1).
03/19/25	Sloane Bessey	0.70	Revise ordinary course professional declaration (.4); correspond with J. Raphael, K&E team re supplemental list of ordinary course professionals (.3).
03/19/25	Julia F. Burnson	0.50	Draft certificate of no objection re motion to seal parties in interest.
03/19/25	Caroline Buthe	0.60	Research re non-K&E retention fee applications (.5); correspond with M. Levine re same (.1).
03/19/25	Maddison Levine	0.90	Telephone conference with OCP re retention, related issues (.3); review, analyze engagement letter re same (.2); correspond and conference with J. Raphael, Alix re OCP payment process (.4).
03/19/25	Joshua Raphael	1.30	Review, analyze Gordon Brothers OCP declaration (.5); correspond with Gordon Brothers, M. Levine., K&E team re same (.1); conference with CIBC re L/C invoice (.5); conference and correspond with M. Levine, Alix re OCP matters (.2).
03/19/25	Ishaan G. Thakran	2.20	Review, revise EY supplemental retention declaration (1.5); research precedent re same (.5); correspond with R. Golden re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050119815
Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/20/25	Sloane Bessey	2.20	Draft supplemental ordinary course professional notice (.5); draft ordinary course professional declarations (1.2); correspond with J. Raphael re same (.5).
03/20/25	Maddison Levine	0.40	Telephone conference with OCP re next steps (.3); review, analyze issue re same (.1).
03/20/25	Joshua Raphael	0.80	Correspond with Alix re OCPs (.1); conference with M. Levine re B. Riley (.1).; review, analyze OCP declaration (.5); correspond and conference re same (.1).
03/20/25	Ishaan G. Thakran	0.50	Review, analyze certificate of no objection re professional's fee application (.3); correspond with R. Golden, YC team re same (.2).
03/24/25	Joshua Raphael	0.10	Correspond with Company, Alix re OCP status.
03/24/25	Ishaan G. Thakran	0.90	Review, analyze certificate of no objection re EY fee application (.3); correspond with R. Golden, YC team re same (.2); review, analyze PKB's supplemental retention application (.3); correspond with R. Golden, YC team re same (.1).
03/25/25	Sloane Bessey	0.10	Review, analyze contracts re potential ordinary course professionals.
03/25/25	Joshua Raphael	0.20	Conference with OCP re process (.1); prepare for same (.1).
03/27/25	Rachel Golden	1.60	Correspond with YC re fee applications (.6); review, revise same (.9); correspond with C. Buthe re same (.1).
03/27/25	Rachel Golden	0.90	Review, revise Kroll supplemental declaration (.7); correspond with C. Buthe re same (.1); correspond with YC re same (.1).
03/27/25	Joshua Raphael	0.50	Draft proposed language re Deloitte retention order re U.S. Trustee resolution.
03/27/25	Michael A. Sloman	0.20	Review, revise PKB supplemental retention application.
03/27/25	Ishaan G. Thakran	0.60	Review, revise PKB supplemental retention application (.3); correspond with M. Sloman, K&E team, YC team re same (.3).
03/28/25	Sloane Bessey	0.40	Review, revise ordinary course professional declaration.
03/28/25	Rachel Golden	1.30	Review, revise Kroll supplemental declaration (1.1); correspond with C. Buthe re same (.1); correspond with YC re same (.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050119815
Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/28/25	Joshua Raphael	0.20	Correspond re Hilco retention, COC with I. Thakran, YC (.1); review, analyze same (.1).
03/28/25	Ishaan G. Thakran	3.90	Review, revise Kroll supplemental retention declaration (1.0); correspond with R. Golden, YC team re same (.5); review, revise Hilco retention order (1.4); conference with J. Raphael re same (.2); correspond with M. Levine, K&E team, YC team re same (.6); correspond with R. Golden re EY supplemental retention declaration (.2).
03/31/25	Sloane Bessey	0.10	Correspond with J. Raphael re ordinary course professionals.
03/31/25	Rachel Golden	0.10	Correspond with YC re PSZJ fee statement.
03/31/25	Maddison Levine	1.30	Review, analyze Hilco retention application (.4); correspond with Hilco re same (.2); correspond. Raphael re OCP matters (.2); review, analyze declarations, retention issues re same (.2); review, analyze director engagement letters (.1); correspond with Alix re same (.2).
03/31/25	Joshua Raphael	0.60	Review, analyze OCP declaration re GRSM (.4); correspond with S. Bessey re same (.2).
03/31/25	Ishaan G. Thakran	0.60	Research re independent director retention (.4); correspond with M. Levine, K&E team re same (.2).
Total		107.10	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119816
Client Matter: 58395-22

In the Matter of Vendor Matters

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	\$ 79,548.00
Total legal services rendered	\$ 79,548.00

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Vendor Matters

Invoice Number: 1050119816
 Matter Number: 58395-22

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Caroline Buthe	0.80	880.00	704.00
Aislinn Comiskey	8.80	880.00	7,744.00
Julia Fletcher	8.10	880.00	7,128.00
Rachel Golden	29.60	1,195.00	35,372.00
Maddison Levine	3.50	1,465.00	5,127.50
Brian Nakhaimousa	0.90	1,465.00	1,318.50
Sarah Osborne	16.10	1,065.00	17,146.50
Michael A. Sloman	0.50	1,375.00	687.50
Ishaan G. Thakran	1.70	1,065.00	1,810.50
Mary Catherine Young	2.10	1,195.00	2,509.50
TOTALS	72.10		\$ 79,548.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050119816
Matter Number: 58395-22

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Caroline Buthe	0.10	Correspond with vendor re post-petition payments.
03/03/25	Julia Fletcher	0.30	Review and revise vendor outreach summary.
03/03/25	Sarah Osborne	0.60	Review, revise vendor outreach summary.
03/03/25	Ishaan G. Thakran	0.50	Correspond with W&C team re weekly vendor reporting.
03/03/25	Mary Catherine Young	0.80	Conference with Company re vendor payment issues.
03/04/25	Aislinn Comiskey	1.10	Conference with R. Golden, K&E team, Company, YCST team, Alix re open vendor matters (.7); conference with R. Golden, K&E team re same (.3); correspond with J. Fletcher re same (.1).
03/04/25	Julia Fletcher	0.40	Review and revise vendor outreach summary.
03/04/25	Sarah Osborne	1.30	Telephone conference with Company, R. Golden re vendor inquiries, considerations re same (.6); correspond with R. Golden re same (.3); review, revise summary re same (.4).
03/04/25	Mary Catherine Young	0.80	Conference with Company re vendor payment issues.
03/05/25	Aislinn Comiskey	2.10	Correspond with J. Fletcher, K&E team re vendor inquiries, related considerations (.3); revise vendor outreach summary (.3); review, analyze vendor agreement (.8); draft summary re same (.2); correspond with S. Osborne, R. Golden re same (.1); conference with R. Golden team re same (.4).
03/05/25	Julia Fletcher	1.90	Review and revise vendor outreach summary (.5); conference with R. Golden re same (.4); review and analyze vendor agreement (1.0).
03/05/25	Maddison Levine	0.40	Telephone conference with B. Nakhaimousa, R. Golden re vendor matters.
03/05/25	Sarah Osborne	0.90	Review, analyze vendor inquiry (.7); correspond with Company re same (.2).
03/06/25	Aislinn Comiskey	0.60	Revise vendor outreach summary (.2); correspond with R. Golden re agreements re same (.1); analyze documents re same (.3).
03/06/25	Julia Fletcher	0.60	Review and revise vendor outreach summary (.3); review and analyze vendor service agreement (.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050119816
Matter Number: 58395-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/06/25	Sarah Osborne	0.50	Telephone conference with R. Golden, Company re vendor matters.
03/06/25	Mary Catherine Young	0.50	Conference with Company re vendor management issues.
03/07/25	Julia Fletcher	0.20	Review and revise vendor payment report.
03/10/25	Caroline Buthe	0.10	Correspond with vendor re payment of post-petition invoices.
03/10/25	Julia Fletcher	0.30	Review, revise vendor payment summary.
03/10/25	Rachel Golden	3.40	Review, analyze vendor correspondence re vendor issues (.3); review, analyze materials re same (1.4); correspond with S. Osborne, K&E team, Company, vendor counterparties re same (.2); review, analyze vendor report (1.1); correspond with Alix team, I. Thakran re same (.4).
03/10/25	Sarah Osborne	0.70	Review, revise vendor payment summary.
03/10/25	Ishaan G. Thakran	0.50	Draft, revise summary re vendor payment reporting (.3); correspond with R. Golden, K&E team re same (.2).
03/11/25	Aislinn Comiskey	0.10	Revise vendor payment summary.
03/11/25	Julia Fletcher	0.20	Review, revise outstanding vendor issue summary.
03/11/25	Rachel Golden	4.50	Review, analyze correspondence re vendor issues (.4); review, analyze materials re same (1.9); correspond with S. Osborne, K&E team, Company, vendor counterparties re same (.6); review, analyze vendor report (1.4); correspond with Alix team, I. Thakran re same (.2).
03/11/25	Maddison Levine	0.30	Telephone conference with R. Golden, K&E team, Company re vendor matters.
03/11/25	Sarah Osborne	3.20	Telephone conference with Company, Alix team, R. Golden, K&E team re vendor payment matters (.5); review, revise correspondence with vendor re same (.7); analyze considerations re same (.4); draft trade agreement re same (1.6).
03/12/25	Aislinn Comiskey	0.10	Revise vendor outreach summary.
03/12/25	Julia Fletcher	0.20	Review, revise summary re vendor outreach.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050119816
Matter Number: 58395-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/12/25	Rachel Golden	3.80	Review, analyze vendor correspondence re vendor issues (.9); review, analyze materials re same (1.2); correspond with S. Osborne, K&E team, Company, vendor counterparties re same (.4); review, analyze vendor report (1.1); correspond with Alix team, I. Thakran re same (.2).
03/12/25	Sarah Osborne	2.30	Review, revise vendor trade agreement (.5); review, analyze correspondence re same (.6); draft summary re same (1.2).
03/13/25	Rachel Golden	4.10	Review, analyze correspondence re vendor issues (.6); review, analyze materials re same (1.2); correspond with S. Osborne, K&E team, Company, vendor counterparties re same (.4); review, analyze vendor report (1.6); correspond with Alix team, I. Thakran re same (.3).
03/14/25	Julia Fletcher	0.10	Review, revise vendor outreach summary.
03/14/25	Rachel Golden	4.20	Review, analyze correspondence re vendor issues (.6); review, analyze materials re same (1.3); correspond with S. Osborne, K&E team, Company, vendor counterparties re same (.4); review, analyze vendor report (1.4); correspond with Alix team, I. Thakran re same (.3); correspond with Company re vendor issues (.2).
03/14/25	Sarah Osborne	0.30	Correspond with Company re vendor payment issues.
03/17/25	Julia Fletcher	0.30	Review, revise vendor outreach summary.
03/17/25	Sarah Osborne	0.20	Review, revise vendor trade agreement.
03/17/25	Ishaan G. Thakran	0.50	Draft, revise summary re vendor reporting (.3); correspond with W&C team, Latham team re same (.2).
03/18/25	Aislinn Comiskey	0.50	Conference with R. Golden, K&E team, YC team, Company re outstanding vendor payment issues.
03/18/25	Julia Fletcher	2.60	Review, revise vendor outreach summary (.1); conference with R. Golden, K&E team, Company re outstanding vendor issues (.5); research re performance re vendor agreement (2.0).
03/18/25	Rachel Golden	0.40	Correspond with J. Fletcher re vendor considerations.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050119816
Matter Number: 58395-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/18/25	Rachel Golden	0.50	Conference with Company, M. Young, K&E team re vendor considerations.
03/18/25	Rachel Golden	2.10	Correspond with vendors' counsel re vendor considerations (.6); correspond with AlixPartners re franchise considerations (.4); correspond with Company re same (.2); review, analyze vendor trade agreement (.8); correspond with S. Osborne re same (.1).
03/18/25	Brian Nakhaimousa	0.40	Conference with R. Golden, M. Levine re vendor matters.
03/18/25	Sarah Osborne	1.90	Review, analyze issues re vendor inquiries (.8); correspond with Company, vendor re same (.2); revise vendor outreach summary re same (.3); telephone conference with Company, R. Golden, K&E team re same (.6).
03/19/25	Aislinn Comiskey	0.10	Conference with S. Osborne, J. Fletcher re vendor outreach summary.
03/19/25	Julia Fletcher	0.10	Conference with S. Osborne re vendor outreach summary.
03/19/25	Rachel Golden	1.30	Conference with S. Osborne, K&E team re vendor issues (.3); review, analyze correspondence re same (.2); correspond with Company re same (.5); conference with Company re same (.3).
03/19/25	Maddison Levine	0.50	Review, analyze vendor issue (.3); correspond with R. Golden re same (.2).
03/19/25	Brian Nakhaimousa	0.50	Conference with M. Levine, R. Golden re update on outstanding vendor matters and related issues.
03/19/25	Sarah Osborne	1.20	Review, analyze correspondence re vendor outreach (.3); draft email template re trade agreement (.9).
03/20/25	Julia Fletcher	0.30	Review, revise vendor outreach summaries.
03/20/25	Rachel Golden	1.60	Review, revise trade agreement (.4); correspond with S. Osborne, Company re same (.2); correspond with vendor's counsel re same (.2); review, analyze correspondence re vendor considerations (.8).
03/20/25	Maddison Levine	0.70	Review, analyze vendor and cure issues (.4); correspond with B. Nakhaimousa, K&E team re same (.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050119816
Matter Number: 58395-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/20/25	Sarah Osborne	0.90	Review, revise vendor outreach summary (.5); telephone conference with Company, R. Golden, K&E team re same (.4).
03/21/25	Maddison Levine	0.60	Telephone conferences with J. Raphael, OCPs re declarations, retention issues (.3); review, analyze same (.3).
03/24/25	Julia Fletcher	0.10	Review, revise vendor outreach summary.
03/24/25	Maddison Levine	0.70	Telephone conference with Alix re professional fees (.3); correspond with J. Raphael re OCP matters (.2); review, analyze declarations re same (.2).
03/24/25	Sarah Osborne	0.30	Review, revise vendor summary.
03/24/25	Ishaan G. Thakran	0.20	Correspond with Latham team, W&C team re weekly vendor reporting (.1); correspond with R. Golden, K&E team re same (.1).
03/25/25	Aislinn Comiskey	0.50	Conference with R. Golden, K&E team, Company, Alix team, YC team re vendor outreach issues.
03/25/25	Julia Fletcher	0.50	Conference with the Company, R. Golden, K&E team re vendor outreach issues (.4); review, revise summary re same (.1).
03/25/25	Sarah Osborne	0.80	Review, revise summary re vendor outreach (.3); telephone conference with Company, R. Golden, K&E team re same (.5).
03/26/25	Caroline Buthe	0.20	Correspond with vendor re service inquiry.
03/26/25	Rachel Golden	0.30	Correspond with Company re vendor considerations.
03/26/25	Sarah Osborne	0.30	Correspond with Alix team re vendor inquiries (.1); review, analyze issues re same (.2).
03/27/25	Caroline Buthe	0.20	Correspond with vendor re invoice inquiry (.1); correspond with Alix team re same (.1).
03/27/25	Rachel Golden	0.10	Correspond with vendor counterparty re vendor considerations.
03/27/25	Maddison Levine	0.30	Correspond with Alix re vendor communications (.2); review, analyze issues re same (.1).
03/28/25	Aislinn Comiskey	1.80	Correspond with R. Golden re vendor late fee issue (.1); research re same (1.7).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050119816
Matter Number: 58395-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/28/25	Rachel Golden	2.00	Correspond with vendor re vendor considerations (.3); correspond with Company re same (.3); review, analyze documents re same (.9); review, revise correspondence re same (.5).
03/28/25	Sarah Osborne	0.30	Correspond with Alix team re vendor invoices (.2); correspond with Company re same (.1).
03/30/25	Aislinn Comiskey	1.90	Research re vendor late fees (1.7); correspond with R. Golden re same (.2).
03/30/25	Rachel Golden	0.40	Correspond with J. Fletcher re vendor considerations.
03/31/25	Caroline Buthe	0.20	Correspond with M. Young re vendor inquiry (.1); correspond with Company re same (.1).
03/31/25	Rachel Golden	0.90	Review, analyze correspondence re vendor considerations (.7); correspond with S. Osborne re same (.2).
03/31/25	Sarah Osborne	0.40	Telephone conference with R. Golden, Alix team re vendor payments (.2); review, analyze considerations re same (.2).
03/31/25	Michael A. Sloman	0.50	Review, analyze considerations re vendor letter of credit draw.
Total		72.10	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119817
Client Matter: 58395-23

In the Matter of Litigation

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	\$ 6,901,794.00
Total legal services rendered	\$ 6,901,794.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Max Joseph Abramson	41.20	865.00	35,638.00
Michael Angarola	160.10	865.00	138,486.50
Bill Arnault, P.C.	137.90	2,015.00	277,868.50
Will Atnipp	36.40	1,025.00	37,310.00
Devika M. Balaram	45.40	1,295.00	58,793.00
Anna Therese Beavers	77.20	865.00	66,778.00
Magdalene Beck	50.10	865.00	43,336.50
Ziv Ben-Shahar	0.80	1,195.00	956.00
Sloane Bessey	2.60	1,065.00	2,769.00
Afi Blackshear	45.00	1,025.00	46,125.00
Keaton Blazer	17.40	865.00	15,051.00
Socrates L. Boutsikaris	14.00	1,345.00	18,830.00
Danny Brown	147.40	1,185.00	174,669.00
Julia F. Burnson	0.40	685.00	274.00
Caroline Buthe	0.50	880.00	440.00
Christopher Buxton	36.70	1,445.00	53,031.50
Henry Caldwell	144.00	1,445.00	208,080.00
Alexandra Card	33.00	865.00	28,545.00
Hacibey Catalbasoglu	82.50	865.00	71,362.50
Seth M. Cohen	14.60	1,345.00	19,637.00
Paige S. Comparato	2.90	1,525.00	4,422.50
Caitlin Dean	43.00	1,465.00	62,995.00
Uzo Dike	35.10	705.00	24,745.50
Ashton Dubey	114.50	1,185.00	135,682.50
Carlos Estrada	162.30	1,025.00	166,357.50
Peter Evangelatos	58.60	1,525.00	89,365.00
Kaitie Farrell	55.40	1,295.00	71,743.00
Rebecca Finley	57.10	865.00	49,391.50
Garrett Fox	121.80	1,445.00	176,001.00
Houston Gao	17.50	560.00	9,800.00
Jeffrey Ross Goldfine	78.20	1,745.00	136,459.00
Mara L. Greenberg	2.30	1,185.00	2,725.50

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicole L. Greenblatt, P.C.	4.90	2,595.00	12,715.50
Belle A. E. Harris	156.30	1,025.00	160,207.50
Grace Hartnett	94.10	1,025.00	96,452.50
Shayne Henry	196.70	1,695.00	333,406.50
George W. Hicks Jr., P.C.	19.40	2,125.00	41,225.00
Maggie Houseknecht	119.90	1,445.00	173,255.50
Tiffany Hu	36.90	865.00	31,918.50
Henry Huang	175.50	625.00	109,687.50
Derek I. Hunter	5.70	1,735.00	9,889.50
Alex Ingoglia	29.70	1,345.00	39,946.50
Jeffrey M. Jacobsen	76.10	1,185.00	90,178.50
Tamarrian Johnson	20.60	395.00	8,137.00
Sarah Jones	72.30	880.00	63,624.00
Eric S. Kay	61.00	1,445.00	88,145.00
Joshua King	19.60	595.00	11,662.00
Kathleen Vera Kinsella	54.60	1,525.00	83,265.00
Nikhil Rama Krishnan	32.60	1,745.00	56,887.00
Joshua Lacoste	45.20	1,025.00	46,330.00
Amiri A. Lampley	79.50	1,345.00	106,927.50
Andrew Lee	10.10	1,025.00	10,352.50
Michael D. Lehavi	122.10	1,025.00	125,152.50
Chris Leveroni	137.00	1,025.00	140,425.00
Maddison Levine	3.50	1,465.00	5,127.50
Chong Li	8.40	650.00	5,460.00
Mike Li	42.90	560.00	24,024.00
Sean Lopez	177.20	690.00	122,268.00
James S. Lu	9.00	865.00	7,785.00
Joshua J. Lustig	45.30	1,025.00	46,432.50
Melanie MacKay	178.30	1,695.00	302,218.50
Dominick Vito Manetta	0.70	880.00	616.00
Mark McKane, P.C.	61.10	2,265.00	138,391.50
Briana McNamara	55.40	1,185.00	65,649.00
Makala McNeil	50.60	1,185.00	59,961.00
John Merle	50.30	865.00	43,509.50
Brian Messing	31.00	1,065.00	33,015.00
Sofia Michael	6.10	865.00	5,276.50

Legal Services for the Period Ending March 31, 2025
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Litigation

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<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Brent Daniel Mobbs	172.50	1,025.00	176,812.50
Adam Mohamed	1.00	1,725.00	1,725.00
Brian Nakhaimousa	11.30	1,465.00	16,554.50
Shane O'Connor	40.40	1,185.00	47,874.00
Sarah Osborne	0.90	1,065.00	958.50
Austin Pennington	113.60	865.00	98,264.00
Armando L. Prather	163.30	1,185.00	193,510.50
Emanuele Putrino	18.40	865.00	15,916.00
Joshua Raphael	0.30	1,195.00	358.50
John R. Rhine	54.30	1,745.00	94,753.50
Scott Rolnik, P.C.	3.10	2,175.00	6,742.50
Gregory B. Sanford	41.00	1,745.00	71,545.00
Michael James Sitcawich	31.80	1,025.00	32,595.00
Gracie Smith	81.20	1,025.00	83,230.00
Josh Sussberg, P.C.	0.80	2,595.00	2,076.00
Eric J. Tarosky	118.10	1,025.00	121,052.50
Kyla Elise Taylor	158.70	1,345.00	213,451.50
Ishaan G. Thakran	2.60	1,065.00	2,769.00
Samantha Tidwell	25.10	1,025.00	25,727.50
Megan Kiku Trick	28.10	865.00	24,306.50
Luz Tur-Sinai Gozal	38.50	880.00	33,880.00
Jacob Walker	33.00	865.00	28,545.00
Matthew Calloway Walker	130.70	1,025.00	133,967.50
Joe Walter	33.50	1,025.00	34,337.50
Brandon R. Weber	13.80	1,185.00	16,353.00
Amber L. Whipkey	78.10	1,295.00	101,139.50
Jiange Xiao	53.30	1,185.00	63,160.50
Cara Yi	185.80	1,025.00	190,445.00
Tyler Yoo	44.50	865.00	38,492.50
Mary Catherine Young	1.40	1,195.00	1,673.00
Shaoyao Yu	35.70	1,295.00	46,231.50
Yi Zhang	51.20	1,025.00	52,480.00
Yun Zhang	3.10	1,185.00	3,673.50
TOTALS	5,894.60		\$ 6,901,794.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/01/25	Devika M. Balaram	1.40	Review, analyze background documents re litigation work in process.
03/01/25	Devika M. Balaram	2.30	Review, analyze appellate docket re pending motions and letter responses to court order.
03/01/25	Devika M. Balaram	3.40	Review, analyze appellate docket re contested pleadings.
03/01/25	Anna Therese Beavers	2.40	Review, analyze documents for relevance and privilege (2.0); correspond with D. Brown, K&E team re same (.4).
03/01/25	Keaton Blazer	1.00	Review, analyze documents for production.
03/01/25	Socrates L. Boutsikaris	0.60	Review, analyze background documents re litigation work in process.
03/01/25	Danny Brown	1.40	Review and analyze interrogatories and initial discovery responses (.5); conference with D. Brown, K&E team re supplemental responses to interrogatories (.4); review and analyze documents for responsiveness and privilege (.5).
03/01/25	Hacibey Catalbasoglu	1.40	Analyze documents re responsiveness and privilege.
03/01/25	Hacibey Catalbasoglu	0.70	Analyze and redact documents for privilege.
03/01/25	Ashton Dubey	1.30	Review and analyze materials re deposition.
03/01/25	Houston Gao	2.30	Review and analyze documents for production (2.1); correspond with H. Huang re same (.2).
03/01/25	Jeffrey Ross Goldfine	0.70	Review and analyze privilege log responses.
03/01/25	Shayne Henry	1.90	Review, analyze documents for production.
03/01/25	Maggie Houseknecht	0.50	Review, analyze internal privilege review protocol.
03/01/25	Henry Huang	5.20	Review and analyze documents for production (1.3); compile documents re same (1.5); draft summary re discovery document review (.9); review, revise privilege review workflows (1.1); coordinate quality control of final discovery production set (.4).
03/01/25	Sean Lopez	3.00	Revise privilege review workflows (1.6); draft, compile summaries re same (1.2); conference with M. MacKay re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/01/25	Melanie MacKay	1.60	Review, analyze considerations re discovery production and review (1.1); conference with A. Whipkey and S. Henry re same (.2); conference with A. Pennington, K&E team re document review (.3).
03/01/25	Austin Pennington	1.50	Review, analyze documents re privilege concerns (1.3); conference with M. Mackay re same (.2).
03/01/25	Matthew Calloway Walker	0.10	Correspond with M. MacKay re privileged document review.
03/01/25	Brandon R. Weber	0.20	Correspond with M. Mackay, K&E team re privilege review.
03/01/25	Amber L. Whipkey	2.30	Review, analyze documents re discovery issues (2.1); conference with M. Mackay re same (.2).
03/01/25	Jiange Xiao	0.30	Conference with M. Mackay, K&E team re privilege review.
03/02/25	Bill Arnault, P.C.	2.00	Review, analyze documents re liquidation analysis (.9); review, analyze discovery requests (.4); telephone conference with Petrillo team re same (.1); review, analyze board meeting documents (.6).
03/02/25	Anna Therese Beavers	1.10	Review documents re discovery relevance and privilege (.9); correspond with D. Brown, K&E team re same (.2).
03/02/25	Danny Brown	0.80	Review and analyze documents for responsiveness and privilege (.6); correspond with A. Beavers re same (.2)
03/02/25	Uzo Dike	1.00	Review, analyze documents re responsiveness, privilege (.8); conference with S. Henry and H. Huang re same (.2).
03/02/25	Ashton Dubey	1.40	Review and analyze materials re deposition.
03/02/25	Jeffrey Ross Goldfine	0.40	Analyze interrogatory responses.
03/02/25	Shayne Henry	3.80	Review, analyze documents re discovery review (2.4); analyze interrogatory responses (1.4).
03/02/25	Henry Huang	3.20	Coordinate delivery of document production (.8); review, revise documents re discovery (1.9); review and analyze document processing report (.5).
03/02/25	Sarah Jones	1.20	Summarize adequate protection research re objection.

Legal Services for the Period Ending March 31, 2025
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Litigation

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03/02/25	Melanie MacKay	0.70	Conference with A. Whipkey, K&E team re privilege strategy (.6); review, analyze privilege strategy (.1).
03/02/25	Austin Pennington	2.50	Review, analyze documents re privilege considerations (1.9); conference with M. Mackay re same (.6).
03/02/25	Josh Sussberg, P.C.	0.30	Telephone conference with J. Goldstein re status (.1); correspond re same (.2).
03/02/25	Eric J. Tarosky	2.30	Review, analyze documents re privilege considerations.
03/02/25	Matthew Calloway Walker	0.20	Correspond with A. Beavers and K. Blazer re document review.
03/02/25	Brandon R. Weber	0.60	Conference with M. MacKay re privilege review strategy.
03/02/25	Amber L. Whipkey	1.70	Review, analyze privilege strategy (1.1); conference with M. Mackay re same (.6).
03/02/25	Jiange Xiao	0.50	Conference with M. MacKay re privilege review strategy.
03/03/25	Michael Angarola	4.00	Review, analyze documents re privilege review (2.8); redact documents re same (1.2).
03/03/25	Bill Arnault, P.C.	4.40	Telephone conference with J. Goldfine, K&E team, Alix team re liquidation analysis (.3); review, analyze documents re same (1.3); telephone conference with PH team re discovery considerations (.5); telephone conference with A. Beavers, K&E team re discovery considerations (.4); review, analyze documents re privilege considerations (1.2); review, analyze considerations re document review (.7).
03/03/25	Devika M. Balaram	4.80	Review and analyze appellate pleadings (3.0); research re same (1.8).
03/03/25	Anna Therese Beavers	1.10	Telephone conference with B. Arnault, K&E team re document review (.4); review, analyze documents for relevance and privilege (.7).
03/03/25	Keaton Blazer	0.10	Review, analyze documents for production.
03/03/25	Danny Brown	1.40	Review and analyze documents re responsiveness and privilege.
03/03/25	Hacibey Catalbasoglu	0.90	Analyze and redact documents re privilege.
03/03/25	Ashton Dubey	5.10	Review and analyze materials re deposition considerations.

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Litigation

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Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Carlos Estrada	7.70	Review, analyze documents re privilege considerations; (3.9); review, compile documents re same (3.8).
03/03/25	Jeffrey Ross Goldfine	2.60	Telephone conference with B. Arnault, K&E team, Alix team re liquidation analysis (.4); telephone conference with Company re same (1.2); telephone conference with Company re interrogatory responses (.4); analyze documents re discovery requests (.6).
03/03/25	Belle A. E. Harris	2.80	Review, analyze documents for privilege.
03/03/25	Shayne Henry	9.90	Review, analyze considerations re document discovery workstream (3.8); draft, revise summaries re same (3.6); correspond with Akin re investigation inquiries (1.5); conference with J. Goldfine, K&E re litigation strategy (1.0).
03/03/25	Maggie Houseknecht	1.00	Correspond with S. Henry re privilege review.
03/03/25	Henry Huang	10.60	Correspond with S. Henry, K&E team re discovery review (1.2); review, compile documents re same (2.3); review, revise analytic models re same (.8); review and analyze discovery search term reports (.7); review, revise discovery workflow settings (1.0); review and analyze data re discovery review (.6); review, compile documents for production (2.6); correspond with discovery vendor re document production (1.4).
03/03/25	Jeffrey M. Jacobsen	4.50	Review, analyze background documents re litigation work in process (2.0); review, analyze documents re prepetition lenders (2.5).
03/03/25	Sarah Jones	3.40	Review, analyze settlement term sheet and adequate protection motion re confirmation issues.
03/03/25	Nikhil Rama Krishnan	0.90	Review, analyze documents re export witness reports.
03/03/25	Joshua Lacoste	6.30	Review, analyze documents re privilege considerations (3.3); review, analyze documents re discovery (3.0).
03/03/25	Andrew Lee	2.00	Review, analyze privilege log protocol.
03/03/25	Chris Leveroni	5.70	Review, analyze considerations re discovery production.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Maddison Levine	0.50	Telephone conference with B. Nakhaimousa, Company re Buddys strategy, next steps.
03/03/25	Sean Lopez	3.90	Research re background materials for re deposition.
03/03/25	Sean Lopez	1.00	Review and analyze metrics re privilege and responsiveness considerations.
03/03/25	Sean Lopez	0.80	Draft, analyze review metrics report re discovery quality control.
03/03/25	Sean Lopez	2.00	Draft materials re witness preparation.
03/03/25	Sean Lopez	1.60	Revise materials re discovery quality control.
03/03/25	Melanie MacKay	0.40	Review, analyze document re discovery production.
03/03/25	Melanie MacKay	0.40	Review, analyze potential new production.
03/03/25	Melanie MacKay	0.50	Analyze timeline of key litigation events and document production.
03/03/25	Melanie MacKay	0.80	Correspond with M. Walker, K&E team re potentially discoverable review same (.4); analyze documents re same (.4).
03/03/25	Melanie MacKay	0.80	Correspond with M. Walker, K&E team re discovery strategy.
03/03/25	Melanie MacKay	3.50	Review, analyze documents re discovery production (3.2); conference with A. Whipkey re same (.3).
03/03/25	Brian Nakhaimousa	1.50	Conference with Alix, B. Arnault, K&E team re Kopa expert report (.5); review, analyze materials re same (.8); correspond with B. Arnault, K&E team re intercompany transactions (.1); correspond with PSZJ re same (.1).
03/03/25	Austin Pennington	1.90	Review, analyze documents re privilege considerations.
03/03/25	Armando L. Prather	3.30	Review, analyze protocol re privilege considerations (1.6); analyze documents re same (1.7).
03/03/25	Gregory B. Sanford	0.30	Review and analyze documents re valuation expert report.
03/03/25	Michael James Sitcawich	5.00	Review, analyze documents re deposition (3.8); draft, revise summary re same (.6) conference with E. Tarosky re same (.4); correspond with K. Taylor re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Eric J. Tarosky	4.50	Review, analyze documents re deposition (3.4); conference with M. Sitcawich re same (1.1).
03/03/25	Kyla Elise Taylor	8.40	Review, analyze documents re discovery responsiveness (3.9); review analyze, documents re deposition (3.8); correspond with M. Sitcawich re same (.2); review, analyze privilege review protocol (.5)
03/03/25	Samantha Tidwell	0.90	Review, analyze privilege review protocol (.4); analyze documents re privilege considerations (.5).
03/03/25	Luz Tur-Sinai Gozal	1.80	Review, analyze issues, case law, related strategy re adequate protection motion (1.7); correspond with J. Black re same (.1).
03/03/25	Matthew Calloway Walker	0.50	Review, analyze correspondence from M. MacKay re document review (.2); review, analyze privilege log review protocol (.3).
03/03/25	Brandon R. Weber	0.40	Review, analyze correspondence from M. MacKay re document review and privilege strategy.
03/03/25	Amber L. Whipkey	1.70	Review, analyze considerations re document production (1.4); conference with M. Mackay re same (.3).
03/03/25	Amber L. Whipkey	3.40	Review, analyze considerations re document production, discovery deadlines.
03/03/25	Jiange Xiao	2.00	Review and analyze documents re privilege considerations (1.6); review, analyze privilege review protocol (.4).
03/04/25	Michael Angarola	8.60	Review, analyze documents re privilege considerations (3.7); review, analyze privilege review protocol (3.8); revise materials re discovery quality control (1.1).
03/04/25	Bill Arnault, P.C.	2.10	Review, analyze privilege log protocol (1.7); correspond with A. Beavers, K&E team re same (.4).
03/04/25	Devika M. Balaram	2.50	Revise document repository re appellate pleadings.
03/04/25	Devika M. Balaram	1.60	Review, analyze appellate pleadings.
03/04/25	Anna Therese Beavers	2.80	Review, analyze documents for relevance and privilege (2.4); correspond with B. Arnault, K&E team re same (.4).

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Litigation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/04/25	Ziv Ben-Shahar	0.80	Review, revise interrogatories (.5); correspond with B. Nakhaimousa, K&E team re same (.3).
03/04/25	Keaton Blazer	0.80	Review, analyze documents for production.
03/04/25	Socrates L. Boutsikaris	1.10	Review, analyze documents re quality control of document production and privilege log.
03/04/25	Danny Brown	6.90	Review and analyze documents for responsiveness and privilege (6.5); correspond with B. Arnault re same (.4).
03/04/25	Ashton Dubey	8.50	Review and analyze materials re deposition (3.6); draft summaries re same (4.1); correspond with B. Arnault, K&E team re privilege considerations (.4); telephone conference with B. Harris re same (.4).
03/04/25	Carlos Estrada	7.60	Review, analyze documents re privilege considerations (3.4); review, analyze privilege log (3.8); review, analyze discovery quality control metrics (.4).
03/04/25	Jeffrey Ross Goldfine	1.70	Analyze documents re interrogatory responses (.3); telephone conference with S. Henry re same (1.0); review, analyze documents re Akin investigation (.4).
03/04/25	Belle A. E. Harris	8.70	Review, analyze documents for privilege (3.9); redact documents re same (4.4); telephone conference with A. Dubey re same (.4).
03/04/25	Shayne Henry	9.20	Review, analyze considerations re document discovery workstream (2.8); correspond with J. Goldfine re same (.3); review, analyze responses to Akin investigation information requests (3.2); telephone conference with J. Goldfine, K&E team re interrogatory responses (1.0); review, analyze documents re privilege considerations (1.9).
03/04/25	Maggie Houseknecht	5.80	Review, analyze documents re privilege considerations (2.0); telephone conference with H. Huang re same (.5); further review, analyze documents re same (3.3).
03/04/25	Maggie Houseknecht	1.90	Correspond with H. Huang, K&E team re privilege coding.

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Litigation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/04/25	Henry Huang	8.40	Review and analyze documents re privilege considerations (1.9); telephone conference with M. Houseknecht re same (.5); further review, analyze documents re privilege considerations (1.9); draft discovery search term reports (1.3); review, analyze discovery production workflow (1.6); prepare documents for production (1.2).
03/04/25	Jeffrey M. Jacobsen	6.50	Telephone conference with M. MacKay re deposition (.5); review, analyze documents re same (3.4); summarize materials re deposition (2.1); correspond with M. MacKay re same (.3); correspond with E. Kay re same (.2).
03/04/25	Eric S. Kay	0.30	Telephone conference with M. MacKay re witness preparation.
03/04/25	Eric S. Kay	6.20	Review, analyze deposition transcriptions and documents re witness preparation (3.9); telephone conference with M. Mackay re deposition (.5); correspond with J. Jacobsen re same (.2); review, analyze documents re same (1.6).
03/04/25	Nikhil Rama Krishnan	0.80	Review, analyze documents re expert reports.
03/04/25	Joshua Lacoste	10.40	Review, analyze documents re privilege considerations (3.8); redact documents re same (3.6); telephone conference with M. Mackay re deposition (.5); analyze, review documents re same (2.5).
03/04/25	Michael D. Lehavi	5.50	Review and analyze documents for production (3.6); redact documents re privilege considerations (1.9).
03/04/25	Chris Leveroni	7.30	Review, analyze documents re witness preparation (3.5); analyze documents re deposition (3.8).
03/04/25	Maddison Levine	0.80	Review, revise interrogatories (.5); correspond with B. Nakhaimousa, K&E team re same (.3).
03/04/25	Sean Lopez	0.80	Draft metrics report re discovery quality control review progress.
03/04/25	Sean Lopez	0.20	Review, analyze documents re discovery quality control.
03/04/25	Sean Lopez	0.50	Draft documents re privilege considerations.
03/04/25	Sean Lopez	1.60	Review and revise discovery quality control review searches.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/04/25	Sean Lopez	3.90	Correspond with M. MacKay re discovery quality control review workflows.
03/04/25	Sean Lopez	0.50	Telephone conference with M. MacKay re discovery considerations.
03/04/25	Melanie MacKay	3.60	Correspond with S. Lopez, K&E team document review and collection (1.4); draft summaries re same (1.2); telephone conference with J. Goldfine, K&E team re interrogatories (1.0)
03/04/25	Melanie MacKay	1.10	Telephone conference with E. Kay, K&E team re deposition (.5); correspond with J. Jacobsen re same (.3); analyze, review documents re same (.3).
03/04/25	Melanie MacKay	1.20	Review, analyze privilege logs.
03/04/25	Melanie MacKay	0.80	Review, analyze documents re discovery production (.3); telephone conference with Company, S. Henry and A. Whipkey re same (.5)
03/04/25	Melanie MacKay	1.30	Telephone conference with S. Lopez re discovery coding of documents (.5); analyze privilege issues (.8).
03/04/25	Melanie MacKay	1.40	Draft summary re discovery works in process (1.2); correspond with S. Henry re same (.2)
03/04/25	Melanie MacKay	0.60	Analyze, review documents re deposition.
03/04/25	Melanie MacKay	0.50	Draft summary re witness deposition.
03/04/25	Melanie MacKay	0.40	Review, analyze deposition transcripts.
03/04/25	Makala McNeil	3.80	Analyze documents re privilege and responsiveness.
03/04/25	Brian Messing	0.40	Correspond with J. Black, K&E team re material unencumbered assets re interrogatories (.2); analyze issues re same (.2).
03/04/25	Brian Messing	0.30	Telephone conference with L. Tur-Sinai Gozal re adequate protection issues.
03/04/25	Brent Daniel Mobbs	3.00	Review, analyze document productions re privilege (1.8); redact documents re same (1.2).
03/04/25	Brian Nakhaimousa	2.10	Correspond with J. Black re interrogatory responses (.1); review, analyze same (2.0).
03/04/25	Austin Pennington	1.00	Review, analyze documents re privilege considerations (.5); telephone conference with A. Prather re same (.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/04/25	Armando L. Prather	11.50	Review, analyze documents re deposition preparation (7.8); telephone conference with M. Sitcawich re same (.6); draft summaries re same (2.2); review, analyze documents re privilege considerations (.4); telephone conference with A. Pennington re same (.5)
03/04/25	Michael James Sitcawich	5.10	Review, analyze documents re witness deposition preparation (3.3); telephone conference with A. Prather re same (.5); review, analyze documents re privilege (1.3).
03/04/25	Eric J. Tarosky	4.50	Review, analyze documents re witness deposition preparation (3.9); draft summaries re same (.6).
03/04/25	Kyla Elise Taylor	4.00	Review, analyze documents re privilege considerations (3.2); redact documents re same (.8).
03/04/25	Samantha Tidwell	3.70	Review, analyze documents re privilege considerations (3.2); telephone conference with B. Weber re same (.5)
03/04/25	Luz Tur-Sinai Gozal	3.30	Research re adequate protection motion (2.9); conference with B. Messing re adequate protection motion (.4).
03/04/25	Matthew Calloway Walker	6.80	Review, analyze documents re privilege (1.9); telephone conference with M. Angarola re privileged documents (.6); correspond with M. MacKay and K&E team re privilege document review (2.5); telephone conferences with M. Angarola re privilege log document review (1.7); correspond with U. Dike re deposition exhibits (.1).
03/04/25	Brandon R. Weber	1.80	Review, analyze documents re privilege considerations (1.3); telephone conference with S. Tidwell re same (.5).
03/04/25	Amber L. Whipkey	3.90	Analyze, review documents re privilege considerations.
03/04/25	Amber L. Whipkey	1.90	Analyze, review documents re discovery quality control.
03/04/25	Jiange Xiao	4.10	Review and analyze documents re privilege considerations (3.7); draft summaries re same (.4).
03/04/25	Mary Catherine Young	0.40	Review, analyze interrogatories re investigations.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/04/25	Yi Zhang	2.00	Review and analyze deposition transcripts (1.6); review, analyze protocol for document review (.4).
03/05/25	Michael Angarola	10.40	Review, analyze documents re privilege considerations (2.8); redact documents re same (2.9); review, analyze documents re discovery quality control (1.6); draft summaries re same (3.1).
03/05/25	Bill Arnault, P.C.	7.80	Telephone conference with J. Goldfine, K&E team re valuation expert report (1.6); review draft valuation report (.8); telephone conference with Company re litigation work in process (.5); telephone conference with J. Goldfine, K&E team re same (.6); prepare for same (.8); review, analyze correspondence re discovery (.6); telephone conference with D. Balaram re appeals status (.5); review, analyze appeals pleadings (1.1); draft, revise summary re litigation work in process (1.3).
03/05/25	Devika M. Balaram	1.10	Review, analyze appellate order re remaining issues on appeal (.2); review motion to expedite re same (.4); telephone conference with B. Arnault re appeals status (.5).
03/05/25	Anna Therese Beavers	9.90	Review, analyze documents for relevance and privilege (3.9); redact documents re same (1.1); draft summaries re same (3.9); telephone conference with S. Henry and M. MacKay re same (1.0).
03/05/25	Keaton Blazer	0.20	Review, analyze documents for production.
03/05/25	Socrates L. Boutsikaris	2.40	Perform quality control of document production and privilege log.
03/05/25	Danny Brown	6.10	Review and analyze documents re responsiveness and privilege (3.7); revise interrogatory responses (2.4).
03/05/25	Christopher Buxton	3.80	Review and analyze document review protocol (1.4); review and analyze documents re witness preparation (2.4).
03/05/25	Henry Caldwell	9.50	Review document review protocols re document review (2.1); review and analyze client documents for privilege (3.9); redact documents re same (2.4); draft summaries re same (1.1).
03/05/25	Hacibey Catalbasoglu	2.40	Analyze documents re attorney-client privilege.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/05/25	Ashton Dubey	10.20	Review and analyze materials re deposition (2.8); review and analyze privilege log protocol (3.3); review, analyze and code documents re privilege concerns (3.5); redact documents re same (.6)
03/05/25	Carlos Estrada	9.10	Review, analyze documents re privilege (3.3); redact documents re same (2.1); draft summaries re same (2.1); review, analyze privilege log protocol (1.6).
03/05/25	Garrett Fox	4.50	Review, analyze responsiveness and privilege review protocols (1.1); review, analyze documents re privilege concerns (3.4).
03/05/25	Houston Gao	1.30	Review and analyze documents re quality control.
03/05/25	Jeffrey Ross Goldfine	5.70	Review and analyze expert report (.8); telephone conference with Ducera team re same (2.1); telephone conference with J. Cremeans, I. Sasson, Ducera team, PH team and Lazard re e same (1.7); telephone conference with B. Arnault, S. Henry and K&E team re litigation strategy (.7); analyze documents re interrogatories (.4).
03/05/25	Nicole L. Greenblatt, P.C.	1.00	Correspond with M. McKane, K&E team re litigation matters.
03/05/25	Belle A. E. Harris	9.20	Review, analyze documents for privilege (3.7); log privileged documents (2.7); redact privileged communications and documents (2.8).
03/05/25	Shayne Henry	10.50	Manage, oversee document discovery workstream (2.0); review, analyze documents re witness preparation (3.9); draft responses to Akin investigation information requests (3.6); telephone conference with M. MacKay, K&E team re litigation strategy (1.0).
03/05/25	Maggie Houseknecht	0.40	Revise responses re privilege coding.
03/05/25	Maggie Houseknecht	6.40	Review and code Debtors' documents for attorney-client and work product privilege (3.9); draft summaries re same (2.5).
03/05/25	Maggie Houseknecht	2.40	Draft timeline of key events re privilege concerns.
03/05/25	Maggie Houseknecht	1.00	Review, revise privilege log protocol.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/05/25	Henry Huang	10.30	Coordinate with KLD re review (.6); prepare documents for attorney review (2.7); prepare and update processing tracker (.5); update review workflow setting (.8); review and analyze documents to prepare for privilege QC (2.3); coordinate with KLD to prepare document production (1.2); coordinate to QC final production set (.6); coordinate to update analytic model to assist with review and QC (1.6).
03/05/25	Alex Ingoglia	1.40	Analyze document review responsiveness protocol and privilege review protocol.
03/05/25	Jeffrey M. Jacobsen	6.00	Review, analyze documents re deposition (3.8); draft summaries re same (2.2).
03/05/25	Eric S. Kay	1.20	Review deposition transcriptions and documents re witness preparation.
03/05/25	Eric S. Kay	0.30	Telephone conference with M. MacKay re deposition.
03/05/25	Kathleen Vera Kinsella	1.00	Review, analyze documents re privilege concerns (.9); telephone conference with B. Arnault re same (.1).
03/05/25	Joshua Lacoste	9.40	Review, analyze documents re privilege concerns (3.8); analyze previous document reviews re tagged documents (3.6); review, revise privilege log protocol (2.0).
03/05/25	Andrew Lee	1.00	Revise updated privilege log protocol.
03/05/25	Michael D. Lehavi	8.50	Review and analyze documents re privilege concerns production (3.2); redact documents re same (1.9); draft summaries re same (3.4).
03/05/25	Chris Leveroni	4.80	Review, analyze materials re witness preparation (3.2); draft summaries re same (1.6).
03/05/25	Sean Lopez	0.50	Telephone conference with A. Whipkey and H. Huang re document review
03/05/25	Sean Lopez	3.90	Analyze document review and quality control workflows.
03/05/25	Sean Lopez	1.50	Review and revise quality control review searches.
03/05/25	Melanie MacKay	4.20	Review document collection and review (3.7); telephone conference with S. Henry and A. Whipkey re same (.5).
03/05/25	Melanie MacKay	1.30	Analyze issues re privilege, common interest and proper coding.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/05/25	Melanie MacKay	0.80	Analyze potential revisions to privilege guidance (.7); correspond with S. Henry re same (.1).
03/05/25	Melanie MacKay	0.50	Conference with A. Whipkey, K&E team re document review.
03/05/25	Melanie MacKay	0.80	Review, revise privilege log protocol.
03/05/25	Dominick Vito Manetta	0.70	Correspond with M. Levine, K&E team re appeals deadlines.
03/05/25	Mark McKane, P.C.	0.30	Assess, review document production status.
03/05/25	Brian Messing	2.60	Revise interrogatories re DS (2.3); correspond with J. Black, K&E team re same (.3).
03/05/25	Brent Daniel Mobbs	6.60	Review, categorize documents re privilege concerns (3.9); redact documents re same (2.1); review, analyze privilege protocol (.6).
03/05/25	Brian Nakhaimousa	0.10	Correspond with B. Messing, K&E team re interrogatories.
03/05/25	Brian Nakhaimousa	1.00	Conference with Ducera, PH, Lazard, J. Goldfine, M. Levine re confirmation related matters.
03/05/25	Austin Pennington	2.60	Review documents re privilege concerns.
03/05/25	Armando L. Prather	6.10	Review, analyze documents re witness preparation (3.8); draft summaries re same (2.3).
03/05/25	Joshua Raphael	0.30	Review, analyze interrogatories (.2); correspond with M. Levine, K&E team re same (.1).
03/05/25	Gregory B. Sanford	4.40	Review and analyze expert report (1.1); telephone conference with J. Goldfine, Ducera team and K&E team re same (2.1); prepare for same (.3); telephone conference with J. Goldfine, K&E team, Ducera team, Lazard team and PH team re expert reports (.9).
03/05/25	Michael James Sitcawich	6.00	Review, analyze documents for privilege.
03/05/25	Eric J. Tarosky	0.50	Telephone conference with A. Whipkey, K&E team re document review instructions.
03/05/25	Eric J. Tarosky	2.10	Telephone conference with J. Goldfine, K&E team re expert report.
03/05/25	Eric J. Tarosky	2.00	Conference with J. Goldfine, K&E team, PH team and Lazard team re current valuation experts.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/05/25	Eric J. Tarosky	4.30	Review, analyze documents re witness preparation (3.6); draft summaries re same (.7).
03/05/25	Kyla Elise Taylor	6.00	Review, analyze documents re privilege concerns (3.6); review, analyze privilege log (.3); tag documents for privilege log (2.1).
03/05/25	Samantha Tidwell	1.00	Review, analyze documents re privilege.
03/05/25	Luz Tur-Sinai Gozal	1.90	Conference with J. Black re adequate protection motion (.7); analyze adequate protection motion (.9); revise adequate protection objection outline (.3)
03/05/25	Matthew Calloway Walker	11.80	Correspond with M. Angarola and K&E team re privilege document review (3.1); telephone conferences with M. Angarola re privilege document review (3.2); review, analyze documents re privilege (3.4); further review, analyze same (2.1).
03/05/25	Brandon R. Weber	1.50	Review, analyze documents for privilege.
03/05/25	Amber L. Whipkey	2.10	Telephone conference with M. Mackay K&E team re discovery requests (.5); strategize re production, privilege review (1.6).
03/05/25	Amber L. Whipkey	2.70	Review, revise privilege protocol.
03/05/25	Jiange Xiao	3.90	Review and analyze documents re privilege concerns (3.5); review, analyze privilege protocol (.4).
03/05/25	Mary Catherine Young	1.00	Review, revise interrogatories (.6); correspond with B. Messing, K&E team re same (.4).
03/05/25	Yi Zhang	1.50	Review and analyze deposition transcripts (.9); draft summaries re same (.6).
03/06/25	Michael Angarola	7.70	Review privilege log protocol (1.6); document review re privilege concerns (3.9); redact documents re same (2.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/06/25	Bill Arnault, P.C.	11.30	Telephone conference with attorney for Prophecy trust (.3); participate in strategy telephone conference with 1Ls (.8); conference with K. Kinsella re case (.3); participate in telephone conference with 1Ls (.5); participate in telephone conference with K&E team re Gale litigation (.5); participate in advisors and company telephone conference re confirmation issues (1.5); participate in telephone conference re liquidation analysis (.2); participate in telephone conference with T. McMillan McWaters re case (.2); participate in litigation update call (.5); review draft of valuation expert report (.9); review draft of liquidation analysis expert report (1.6); prepare for deposition prep sessions and review deposition transcripts (1.9); review adequate protection motion and issues (2.1).
03/06/25	Will Atnipp	2.50	Review and analyze privilege review protocol documents (1.1); review, analyze documents re privilege concerns (1.4).
03/06/25	Anna Therese Beavers	5.60	Review, analyze documents for relevance and privilege (3.3); draft summaries re same (2.3).
03/06/25	Magdalene Beck	1.90	Review, analyze documents re privilege concerns.
03/06/25	Keaton Blazer	2.20	Review, analyze documents for privilege.
03/06/25	Socrates L. Boutsikaris	1.40	Perform privilege logging and quality control re document production.
03/06/25	Danny Brown	7.10	Review and analyze documents for responsiveness and privilege (3.8); draft, revise interrogatory responses (3.3).
03/06/25	Christopher Buxton	4.80	Review, analyze documents re witness preparation.
03/06/25	Henry Caldwell	8.70	Review, analyze documents for privilege concerns (3.5); draft summaries re same (1.2); redact documents re same (2.3); tag documents re same (1.7).
03/06/25	Hacibey Catalbasoglu	2.90	Analyze documents re privilege concerns (1.5); redact documents re same (1.4).
03/06/25	Ashton Dubey	4.70	Review and analyze privilege protocol (.8); review, analyze and code documents re privilege concerns (3.9).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/06/25	Carlos Estrada	8.50	Review, analyze documents re privilege concerns (3.9); review, analyze privilege log protocol (.9); further review, analyze documents re privilege concerns (3.7).
03/06/25	Kaitie Farrell	0.50	Review and analyze privilege review protocols.
03/06/25	Kaitie Farrell	0.20	Telephone conference with M. MacKay re document review.
03/06/25	Kaitie Farrell	0.90	Review, analyze documents re privilege concerns.
03/06/25	Garrett Fox	7.40	Review, analyze privilege protocol (1.5); review, analyze documents re privilege concerns (1.8); redact documents re same (1.7); draft summaries re same (2.4).
03/06/25	Jeffrey Ross Goldfine	5.30	Telephone conference with B. Arnault, K&E team re litigation strategies (.5); telephone conference with the Company re same (.4); telephone conference with N. Greenblatt, K&E team, Company re litigation status (.7); telephone conference with Company, Ducera team re expert reports (1.3); telephone conference with Company re deposition (.2); telephone conference with M. McKane, B. Arnault, K&E team re litigation workstreams (.5); revise t interrogatory responses (1.2); conference with B. McNamara re case background and litigation workstreams (.2); review and analyze settlement proposals (.3).
03/06/25	Jeffrey Ross Goldfine	0.20	Telephone conference with W&C team re adequate protection motion.
03/06/25	Nicole L. Greenblatt, P.C.	0.80	Review, analyze materials, open issues re Prophecy.
03/06/25	Belle A. E. Harris	11.50	Review, analyze documents re privilege concerns (3.9); draft summaries re same (3.9); redact documents re same (3.7).
03/06/25	Grace Hartnett	7.00	Review and analyze documents re upcoming deposition (3.9); draft summary re same (3.1).
03/06/25	Shayne Henry	10.50	Telephone conference with J. Goldfine re litigation status (.5); strategize re depositions (3.2); conference with B. Arnault, K&E team re litigation strategy (.5); telephone conference with M. Houseknecht re document review (.2); strategize re witness preparation (3.5); draft summaries re same (2.6).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/06/25	Maggie Houseknecht	0.20	Telephone conference with S. Henry re privilege review protocol.
03/06/25	Maggie Houseknecht	0.50	Draft proposed responses to contract review team re privilege coding to facilitate document production.
03/06/25	Maggie Houseknecht	1.90	Review, analyze documents re attorney-client and work product privilege.
03/06/25	Maggie Houseknecht	5.40	Redact documents re privilege concerns (2.2); draft summaries re same (3.2).
03/06/25	Maggie Houseknecht	0.60	Review, revise document review protocol.
03/06/25	Maggie Houseknecht	0.50	Review, analyze documents re witness preparation.
03/06/25	Maggie Houseknecht	0.80	Conference with H. Huang, K&E team re document review.
03/06/25	Tiffany Hu	2.40	Review, analyze document review protocol.
03/06/25	Henry Huang	9.60	Attend meeting with M. Houseknecht, K&E team re document review (.8); review and analyze Company data re document review (1.4); prepare documents for attorney review (3.4); prepare documents for production (3.4); update and maintain case documentation and summaries (.6).
03/06/25	Jeffrey M. Jacobsen	7.00	Review, analyze documents re privilege concerns (3.8); draft summaries re same (3.2).
03/06/25	Sarah Jones	7.30	Research re adequate protection issues (3.8); draft summary re findings of same (3.5).
03/06/25	Kathleen Vera Kinsella	6.80	Review, analyze filings and pleadings re litigation strategy (3.9); conference with B. Arnault, K&E team re adequate protection motion (.5); analyze adequate protection motion filed by second lien lenders to strategize objections and response (2.4).
03/06/25	Joshua Lacoste	10.40	Review, analyze documents re privilege concerns (7.5); draft summaries re same (2.9).
03/06/25	Andrew Lee	3.70	Analyze, review documents re privilege concerns.
03/06/25	Michael D. Lehavi	5.10	Review, analyze documents re privilege concerns (3.9); review, analyze document review protocol (1.2).
03/06/25	Chris Leveroni	5.60	Review, analyze documents re witness preparation (3.8); draft summaries re same (1.8).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/06/25	Maddison Levine	0.70	Review, analyze adequate protection motion (.4); correspond with J. Dickson, K&E team re same (.3).
03/06/25	Sean Lopez	1.00	Telephone conference with S. O'Connor, K&E team re document review.
03/06/25	Sean Lopez	1.00	Draft summaries re document review.
03/06/25	Sean Lopez	3.90	Manage review and quality control review workflows.
03/06/25	Sean Lopez	3.90	Revise quality control review searches.
03/06/25	Sean Lopez	1.00	Review, revise privilege review protocol.
03/06/25	Melanie MacKay	3.50	Review document collection and production (3.2); correspond with S. Henry re same (.3).
03/06/25	Melanie MacKay	2.60	Review, revise summaries re document review.
03/06/25	Melanie MacKay	0.20	Correspond with Company re additional discovery requests.
03/06/25	Briana McNamara	0.50	Research re witness preparation.
03/06/25	Brian Messing	0.80	Revise, analyze interrogatories re DS.
03/06/25	Brent Daniel Mobbs	8.30	Review, categorize, documents re privilege concerns (3.8); redact documents re same (3.9); review, analyze document review protocol (.6).
03/06/25	Adam Mohamed	1.00	Review, analyze DIP facility documentation re adequate protection matters.
03/06/25	Shane O'Connor	0.10	Review, analyze document review protocol.
03/06/25	Shane O'Connor	0.80	Telephone conference with S. Lopez, K&E team re privilege review.
03/06/25	Shane O'Connor	2.10	Analyze documents re privilege concerns.
03/06/25	Shane O'Connor	0.90	Draft summaries re document review.
03/06/25	Austin Pennington	1.80	Review documents re privilege concerns.
03/06/25	Armando L. Prather	7.90	Review, analyze documents re witness preparation.
03/06/25	Scott Rolnik, P.C.	2.40	Review, analyze intercreditor materials re adequate protection.
03/06/25	Gregory B. Sanford	1.40	Review, analyze expert report.
03/06/25	Michael James Sitcawich	2.90	Review, analyze documents for privilege (2.5); review, analyze document review protocol (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/06/25	Eric J. Tarosky	7.90	Review, analyze documents re witness preparation (3.2); research re same (3.7); draft summary re same (1.0).
03/06/25	Kyla Elise Taylor	7.10	Review, analyze documents re privilege concerns (3.8); categorize documents re same (3.3).
03/06/25	Megan Kiku Trick	1.60	Telephone conference with S. Lopez, K&E team re document review (1.0); review, analyze relevant training materials re same (.6).
03/06/25	Matthew Calloway Walker	9.40	Correspond with M. Angarola and K&E team re privilege document review (3.3); correspond with S. Lopez re F document redaction (.1); review, analyze documents re privilege (3.4); telephone conference with M. Angarola re privilege document review (.4); correspond with S. Henry re privilege document review (.1); correspond from A. Whipkey re quality control document review (.1); telephone conference with M. Angarola re privilege document review (.3); review, analyze privilege review protocol (.1); review, analyze privilege reference document (.1); telephone conference with M. Angarola re privilege document review (1.5).
03/06/25	Amber L. Whipkey	2.90	Review, revise document review protocol.
03/06/25	Amber L. Whipkey	3.10	Strategize re substantial completion deadline.
03/06/25	Jiange Xiao	2.80	Review and analyze documents re privilege concerns (2.2); draft summaries re same (.6).
03/06/25	Cara Yi	8.10	Review, analyze privilege review protocol (2.3); review, analyze documents re privilege concerns (4.7); redact documents re same (1.1).
03/06/25	Yi Zhang	7.60	Review and analyze deposition transcripts (3.7); draft summaries re same (3.9).
03/07/25	Michael Angarola	9.70	Review, analyze documents re quality control (3.9); review, analyze documents re privilege concerns (3.5); redact documents re same (2.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/07/25	Bill Arnault, P.C.	8.40	Depose witness (1.0); telephone conference with J. Goldfine, K&E team re same (.5); strategize re document review (1.8); review, analyze expert reports (3.4); review, analyze scheduling order (.4); review, revise interrogatory responses (1.3).
03/07/25	Anna Therese Beavers	2.50	Review, analyze documents for relevance and privilege.
03/07/25	Keaton Blazer	1.80	Review, analyze documents re privilege concerns.
03/07/25	Socrates L. Boutsikaris	1.20	Review document production.
03/07/25	Danny Brown	6.60	Review and analyze documents for responsiveness and privilege (4.8); revise responses to interrogatories (1.8).
03/07/25	Caroline Buthe	0.50	Research re 1L and 2L claims (.4); correspond with S. OHargan re same (.1).
03/07/25	Henry Caldwell	10.00	Review and analyze documents re privilege concerns (3.7); draft summaries re same (2.4); further review, analyze documents re same (3.9).
03/07/25	Hacibey Catalbasoglu	3.10	Analyze documents re attorney-client privilege.
03/07/25	Uzo Dike	1.30	Prepare documents for production.
03/07/25	Ashton Dubey	5.50	Review, analyze document review protocol (.6); review, analyze documents re privilege concerns (3.6); categorize documents re same (1.3).
03/07/25	Carlos Estrada	7.70	Review documents re privilege concerns (3.9); further review, analyze documents re same (3.8).
03/07/25	Kaitie Farrell	4.20	Review and analyze documents re privilege concerns (3.7); redact documents re same (.5).
03/07/25	Garrett Fox	10.80	Review, analyze documents re privilege concerns (4.3); redact documents re same (1.6); categorize documents re same (3.6). review, analyze document review protocol (1.3).
03/07/25	Houston Gao	1.20	Review and analyze documents for production.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/07/25	Jeffrey Ross Goldfine	7.40	Review, revise responses to interrogatories (1.3); telephone conference with B. Arnault, K&E team re deposition (.4); telephone conference with Akin team re same (4.1); telephone conference with E. Seeton re same (.3); telephone conference with Ducera team re expert report (.3); telephone conference with Ducera team, PH team re same (1.0).
03/07/25	Belle A. E. Harris	11.70	Review, analyze documents for privilege (3.9); redact documents re same (2.8); categorize and log documents re same (3.9); further review, analyze documents re same (1.1).
03/07/25	Grace Hartnett	2.00	Telephone conference, with A. Luft, B. Arnault, K&E team, Company re interview of T. McMillan-McWaters interview.
03/07/25	Shayne Henry	9.70	Manage, oversee document discovery workstream (2.6); review, analyze privilege log (3.8); revise privilege reference documents (2.8); correspond with M. Houseknecht, K&E team re document review workstream (.5).
03/07/25	Maggie Houseknecht	0.40	Correspond with S. Henry, K&E team re document review.
03/07/25	Maggie Houseknecht	5.20	Review, analyze documents re privilege concerns (3.8); redact documents re same (1.4).
03/07/25	Henry Huang	7.70	Review and analyze documents in preparation for review (2.2); prepare documents for production (2.9); correspond with vendor to prepare document production (1.5); prepare documents for quality control review (1.1).
03/07/25	Jeffrey M. Jacobsen	7.00	Review, analyze documents for privilege (3.9); draft summaries re same (2.3); review, analyze document review protocol (.8).
03/07/25	Sarah Jones	5.20	Research re adequate protection issues (3.1); revise, revise findings re same (2.1).
03/07/25	Kathleen Vera Kinsella	2.80	Review filings and pleadings re discovery requests.
03/07/25	Nikhil Rama Krishnan	1.40	Review, analyze Alix expert report on hypothetical liquidation analysis.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/07/25	Joshua Lacoste	4.90	Review, analyze documents re privilege concerns (3.8); categorize documents re same (1.1).
03/07/25	Andrew Lee	3.40	Review, analyze documents re privilege.
03/07/25	Michael D. Lehavi	7.10	Review and analyze documents re privilege concerns (3.9); redact documents re same (2.2); draft summaries re same (1.0).
03/07/25	Chris Leveroni	3.40	Review, analyze materials in advance of privilege review (2.1); analyze potentially privileged documents in anticipation of production (1.3).
03/07/25	Chong Li	2.70	Analyze privilege log report.
03/07/25	Sean Lopez	1.80	Revise and edit quality control review searches.
03/07/25	Sean Lopez	0.50	Prepare review metrics report on quality control review progress.
03/07/25	Sean Lopez	0.50	Telephone conference with A. Whipkey K&E team re discovery requests.
03/07/25	Sean Lopez	2.40	Review and revise categorical privilege log.
03/07/25	Sean Lopez	3.70	Manage review and quality control review workflows.
03/07/25	Melanie MacKay	2.30	Analyze summaries reg privilege, common interest and proper coding (2.2); conference with S. Henry re same (.1).
03/07/25	Melanie MacKay	0.50	Conference with M. McKane, K&E team re ongoing litigation workstreams, document collection and production and upcoming deadlines.
03/07/25	Melanie MacKay	0.80	Review, analyze documents re quality control of potential document production.
03/07/25	Melanie MacKay	3.70	Review document collection and review (2.6); review, analyze summaries re same (.9); conference with S. Henry and A. Whipkey re same (.2).
03/07/25	Mark McKane, P.C.	1.70	Telephone conference with M. MacKay, K&E team re pending workstreams (.4); assess draft liquidation analysis (.8); address questions re litigation analysis (.5).
03/07/25	Brent Daniel Mobbs	5.70	Review, analyze documents for privilege (3.9); redact documents re same (1.8).
03/07/25	Brian Nakhaimousa	0.50	Conference with Z. Ben-Shahar re Freedom ad hoc group objection.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/07/25	Shane O'Connor	7.30	Review, analyze documents re privilege concerns (3.7); redact documents re same (3.6).
03/07/25	Austin Pennington	3.00	Review documents re privilege and responsiveness (2.6); redact documents re same (.4).
03/07/25	Armando L. Prather	6.00	Review, analyze documents to prepare witness outline (3.6); draft outline re same (2.4).
03/07/25	Gregory B. Sanford	2.60	Telephone conference with K&E team, J. Goldfine, Ducera team, Lazard team re draft expert report (.7); review, analyze draft expert report (1.9).
03/07/25	Michael James Sitcawich	2.30	Review, analyze documents for privilege.
03/07/25	Eric J. Tarosky	1.00	Telephone conference with G. Sanford, K&E team and Lazard team re updated valuation models.
03/07/25	Kyla Elise Taylor	5.30	Review, analyze documents for privilege (3.0); categorize documents re same (2.3).
03/07/25	Matthew Calloway Walker	8.70	Correspond with M. Angarola and K&E team re privilege document review (2.7); review, analyze documents re privilege document review (3.9); telephone conferences with M. Angarola and K&E team re privilege document review (2.1).
03/07/25	Amber L. Whipkey	2.90	Review document collections, processing of additional data.
03/07/25	Amber L. Whipkey	2.80	Correspond with M. MacKay re discovery requests (.3); review, revise summaries re document review (2.5).
03/07/25	Jiange Xiao	4.00	Review and analyze documents re privilege and responsiveness (3.2); redact documents re same (.8).
03/07/25	Cara Yi	15.20	Review, analyze summaries re discovery requests (3.9); review, analyze correspondence re same (2.1); review, analyze documents re privilege concerns (3.8); redact documents re same (2.6); draft, revise summaries re same (2.8).
03/07/25	Yi Zhang	0.90	Review and analyze deposition transcripts.
03/08/25	Michael Angarola	2.80	Review documents re privilege concerns (2.0); redact documents re same (.4); categorize documents re same (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/08/25	Bill Arnault, P.C.	2.30	Review and revise liquidation analysis.
03/08/25	Anna Therese Beavers	3.00	Review, analyze documents for relevance and privilege (2.8); correspond with A. Whipkey, K&E team re same (.2).
03/08/25	Henry Caldwell	1.00	Review and analyze documents for privilege (.8); categorize documents re same (.2).
03/08/25	Hacibey Catalbasoglu	4.90	Analyze documents re attorney-client privilege (3.8); redact documents re same (1.1).
03/08/25	Ashton Dubey	1.90	Review, analyze documents re privilege concerns.
03/08/25	Carlos Estrada	1.10	Review document re privilege concerns.
03/08/25	Garrett Fox	9.90	Review, analyze correspondence regarding privilege review (.8); review, analyze revised privilege protocol (.6); review document re privilege concerns (3.9); redact documents re same (1.0); categorize documents re same (3.6).
03/08/25	Jeffrey Ross Goldfine	2.30	Revise expert report (1.1); telephone conference with K&E team, Ducera team, PH team and Lazard team re expert reports (1.2).
03/08/25	Shayne Henry	1.50	Evaluate privilege of documents.
03/08/25	Maggie Houseknecht	1.90	Review, analyze documents re privilege concerns.
03/08/25	Henry Huang	8.50	Prepare documents for production (1.3); coordinate with production QC review (2.5); coordinate to prepare documents for attorney review (2.8); correspond with KLD to prepare document production (1.9).
03/08/25	Joshua Lacoste	1.00	Review, analyze production documents re privilege issues.
03/08/25	Michael D. Lehavi	2.10	Review and analyze documents for production.
03/08/25	Chris Leveroni	2.70	Review materials related to privilege review (.6); analyze documents in anticipation of production (2.1).
03/08/25	Melanie MacKay	0.20	Respond to reviewer questions and oversee document review progress.
03/08/25	Melanie MacKay	0.30	Oversee production.
03/08/25	Brent Daniel Mobbs	3.90	Review, categorize and redact document productions for privilege.
03/08/25	Shane O'Connor	5.80	Review documents for privilege.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/08/25	Austin Pennington	3.80	Review documents for privilege, relevance.
03/08/25	Armando L. Prather	2.50	Review documents to prepare Petrillo witness kit.
03/08/25	Gregory B. Sanford	1.20	Review and analyze draft C. Grubb expert report (.5); attend conference with G. Goldfine, K&E team, Ducera team, Lazard team and PH team re expert reports (.7).
03/08/25	Kyla Elise Taylor	4.40	Review documents for privilege and tag for privilege log.
03/08/25	Matthew Calloway Walker	3.40	Correspond with S. Henry and K&E team re privilege document review (.8); review, analyze documents re privilege (2.6).
03/08/25	Cara Yi	6.10	Review document collection for privilege, relevance.
03/09/25	Michael Angarola	3.50	Review documents for privilege.
03/09/25	Bill Arnault, P.C.	5.00	Telephone conference with Alix team re liquidation analysis (.2); prepare for same (.2); telephone conference with Ducera team re valuation (.5); telephone conference with Petrillo team re investigation (.9); review and revise liquidation analysis, exhibits and key documents (3.2).
03/09/25	Bill Arnault, P.C.	0.70	Telephone conference with M. Levine, K&E team re litigation work in process.
03/09/25	Anna Therese Beavers	4.30	Review, analyze documents for relevance and privilege (3.5); redact documents re same (.4); correspond with G. Fox, K&E team re same (.4).
03/09/25	Socrates L. Boutsikaris	0.70	Review document production and privilege logging.
03/09/25	Henry Caldwell	4.70	Review and analyze client documents for privilege and tag for same.
03/09/25	Hacibey Catalbasoglu	5.70	Analyze documents for attorney-client privilege (3.8); redact documents re same (1.9).
03/09/25	Ashton Dubey	2.20	Review, analyze documents re privilege concerns.
03/09/25	Garrett Fox	9.20	Review, analyze documents re privilege concerns (3.9); review, analyze privilege review protocol (.6); correspond with A. Beavers, K&E team re same (.4); redact documents re same (1.4); further analyze documents re same (2.9).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/09/25	Jeffrey Ross Goldfine	1.70	Telephone conference with B. Arnault, K&E team, Alix team re expert report (.2); telephone conference with K&E team, G. Sanford re expert report (.4); review and analyze same (1.1).
03/09/25	Jeffrey Ross Goldfine	0.70	Telephone conference with N. Greenblatt, B. Arnault re litigation strategy.
03/09/25	Grace Hartnett	4.20	Revise notes from Company interview (3.5); review and analyze documents for privilege and relevance (.7).
03/09/25	Shayne Henry	3.10	Evaluate privilege of documents (1.0); coordinate document review (1.7); prepare production of documents (.4).
03/09/25	Maggie Houseknecht	0.40	Review documents coded as privileged.
03/09/25	Henry Huang	8.70	Coordinate streamline privilege quality control workflow (1.9); prepare documents for attorney review (2.4); prepare document production (2.3); review and analyze documents from Akin team (2.1).
03/09/25	Eric S. Kay	4.60	Draft witness preparation outline (3.2); review, analyze materials re same (1.4).
03/09/25	Chris Leveroni	2.30	Draft responses re document review inquiries.
03/09/25	Mark McKane, P.C.	1.20	Assess updated liquidation analysis (.5); prepare for telephone conference re litigation strategies (.7).
03/09/25	Armando L. Prather	5.30	Draft witness preparation outline (3.4); review and analyze documents re same (1.9).
03/09/25	Gregory B. Sanford	0.80	Telephone conference with J. Goldfine, K&E team, Ducera team re expert report.
03/09/25	Michael James Sitcawich	2.40	Review, analyze documents for privilege.
03/09/25	Kyla Elise Taylor	5.10	Review and analyze documents re privilege concerns (3.6); redact documents re same (1.5).
03/09/25	Matthew Calloway Walker	5.00	Correspond with M. Angarola and K&E team re privilege document review (2.1); telephone conferences with M. Angarola re privilege document review (.7); review, analyze documents re privilege document (2.2).
03/09/25	Amber L. Whipkey	2.60	Review, analyze summaries re discovery requests.
03/09/25	Cara Yi	1.10	Review, analyze discovery requests.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/10/25	Michael Angarola	5.30	Review, analyze documents re privilege concerns (3.9); redact documents re same (.6); categorize documents re same (.8).
03/10/25	Bill Arnault, P.C.	9.70	Telephone conference with PH team re litigation (.5); telephone conference with J. Goldfine, Company re Akin interview (.2); telephone conference with UCC re potential claims (.4); telephone conference with J. Goldfine, K&E team re litigation status (.4); review, analyze correspondence re discovery, scheduling, expert reports and document productions (1.6); prepare for depositions (2.2); correspond with J. Goldfine, K&E team re potential claims (.4); review, analyze same (1.5); review, analyze discovery requests (.4); review and revise expert reports (2.1).
03/10/25	Anna Therese Beavers	2.70	Review, analyze documents for relevance and privilege.
03/10/25	Keaton Blazer	1.60	Review and analyze documents for privilege.
03/10/25	Socrates L. Boutsikaris	1.10	Review, analyze documents re privilege concerns.
03/10/25	Christopher Buxton	4.30	Review and analyze documents re privilege concerns (3.8); redact documents re same (.5).
03/10/25	Henry Caldwell	9.20	Review and analyze client documents for privilege (3.8); categorize documents re same (3.2); redact documents re same (2.2).
03/10/25	Ashton Dubey	5.20	Review and analyze materials re deposition (1.8); review, analyze documents re privilege concerns (3.4).
03/10/25	Carlos Estrada	8.90	Review, analyze documents re privilege concerns (3.8); redact documents re same (2.2); categorize documents re same (2.9).
03/10/25	Kaitie Farrell	2.80	Review and analyze documents for privilege.
03/10/25	Garrett Fox	7.20	Review, analyze documents re privilege concerns (3.9); redact documents re same (2.9); draft summaries re same (.4).
03/10/25	Houston Gao	1.20	Review and analyze final production set.
03/10/25	Jeffrey Ross Goldfine	9.10	Interview with Company executive (4.6); telephone conference with B. Arnault, S. Henry and K&E team re litigation strategy (.4); review and analyze expert report (3.4); telephone conference with the Company re Akin interview (.7).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/10/25	Nicole L. Greenblatt, P.C.	1.10	Review adequate protection arguments.
03/10/25	Belle A. E. Harris	6.40	Review, analyze documents for privilege (3.7); redact privileged communications and documents (2.7).
03/10/25	Grace Hartnett	4.80	Conference with A. Lufe, J. Goldfine, E. Seeton and others re E. Seeton interview re releases.
03/10/25	Shayne Henry	9.90	Telephone conference with Jefferies' counsel re document review (.3); conference with K&E team re litigation strategy (1.4); coordinate, manage document discovery (2.6); correspond with M. Houseknecht re same (.3); review, analyze Akin information requests (3.2); draft summaries re same (2.1).
03/10/25	Maggie Houseknecht	2.10	Analyze privilege coding.
03/10/25	Maggie Houseknecht	2.80	Review, analyze documents re privilege concerns.
03/10/25	Maggie Houseknecht	2.10	Revise draft privilege review protocol (1.9); correspond with S. Henry re same (.2).
03/10/25	Maggie Houseknecht	0.80	Research re attorney-client and common interest privilege.
03/10/25	Henry Huang	7.40	Prepare documents for production (1.8); prepare documents for attorney review (3.7); coordinate final production quality control (.5); update processing and production trackers (1.4).
03/10/25	Jeffrey M. Jacobsen	6.00	Review, analyze documents re privilege concerns (2.9); redact documents re same (2.2); review, analyze document review protocol (.9).
03/10/25	Sarah Jones	5.70	Research re adequate protection issues (4.4); draft summary re same (1.0); correspond with B. Messing, K&E team re same (.3).
03/10/25	Eric S. Kay	8.60	Review, analyze documents re witness preparation (3.8); draft witness preparation outline (3.2); draft summary re same (1.6).
03/10/25	Kathleen Vera Kinsella	5.60	Review, analyze outline of objections re adequate protection motion (.5); revise same (1.1); analyze 1L-2L intercreditor agreement re adequate protection motion (2.7); summarize findings re same (1.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/10/25	Chris Leveroni	4.30	Review, analyze materials in preparation for privilege review (1.2); analyze documents in anticipation of production (3.1).
03/10/25	Sean Lopez	10.80	Review documents re production (3.9); prepare quality control review metrics report (.8); conference with A. Whipkey re production of documents (.6); redact confidential items (.5); modify privilege highlighting terms (.5); prepare search terms reports (.8); review, revise tracker (.7); prepare redaction workflow (1.5); prepare materials re production (1.5).
03/10/25	Melanie MacKay	0.60	Review, revise summaries re discovery requests.
03/10/25	Melanie MacKay	3.70	Review document production and batching (3.3); conference with S. Henry and A. Whipkey re same (.4).
03/10/25	Melanie MacKay	1.40	Review, analyze documents re categorizing of privilege concerns.
03/10/25	Melanie MacKay	0.80	Correspond with K&E team re document review.
03/10/25	Melanie MacKay	0.30	Review metrics re production.
03/10/25	Melanie MacKay	0.50	Telephone conference with B. Arnault, K&E team re litigation status.
03/10/25	Makala McNeil	3.80	Review and analyze documents for privilege and responsiveness.
03/10/25	Brent Daniel Mobbs	1.50	Review, analyze documents for privilege.
03/10/25	Brian Nakhaimousa	2.90	Conference with Alix, B. Arnault, K&E team re liquidation analysis expert report (.5); review, analyze final DIP order re same (.9); correspond with Alix, B. Arnault, K&E team re same (.1); conference with Alix, PH, B. Arnault, K&E team re liquidation analysis (.5); review, analyze, summarize Freedom HoldCo lenders POCs (.6); correspond with C. Buthe, M. Levine re same (.1); review finalize Alix expert report (.2).
03/10/25	Shane O'Connor	5.50	Review, analyze documents re privilege concerns (3.9); redact documents re same (1.0); review, analyze document review protocol (.6).
03/10/25	Austin Pennington	3.50	Review and analyze documents re privilege concerns.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/10/25	Armando L. Prather	6.30	Review, analyze documents re witness preparation (3.2); draft witness preparation outline (3.1).
03/10/25	Gregory B. Sanford	0.60	Correspond with J. Goldfine re finalization of expert report (.2); review, revise expert report (.4).
03/10/25	Kyla Elise Taylor	12.70	Review documents and code for privilege.
03/10/25	Samantha Tidwell	1.00	Conference with A. Whipkey re document review workstream.
03/10/25	Matthew Calloway Walker	9.30	Correspond with S. Henry and K&E team re privilege document review (2.9); review, analyze documents re privilege (3.9); telephone conferences with M. Angarola re privilege document review (2.3); correspond with S. Tidwell re timeline of events (.2).
03/10/25	Amber L. Whipkey	3.80	Coordinate document review workstream (.8); conference with S. Tidwell, K&E team re same (1.0); review, analyze summaries re same (2.0).
03/10/25	Jiange Xiao	1.90	Review, analyze documents re privilege concerns.
03/10/25	Cara Yi	1.80	Review, analyze documents re privilege concerns.
03/10/25	Yi Zhang	4.30	Review, analyze documents re privilege concerns (2.3); draft summaries re same (2.0).
03/11/25	Michael Angarola	5.40	Review, analyze documents re privilege concerns (3.8); redact documents re same (1.6).
03/11/25	Bill Arnault, P.C.	9.20	Telephone conference re interview of Company executive (6.7); telephone conference with J. Goldfine, K&E team re litigation status (.5); outline workstreams for depositions (1.2); review and analyze discovery issues (.8).
03/11/25	Bill Arnault, P.C.	0.20	Telephone conference with J. Goldfine re discovery requests.
03/11/25	Bill Arnault, P.C.	0.80	Review and analyze adequate protection motion and outline of arguments re same.
03/11/25	Anna Therese Beavers	2.20	Review, analyze documents for relevance and privilege.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/11/25	Sloane Bessey	0.50	Review, analyze summary re Company claims against various counterparties (.3); correspond with M. Levine, K&E team re same (.2).
03/11/25	Christopher Buxton	4.10	Review and analyze documents re privilege concerns (3.8); redact documents re same (.3).
03/11/25	Henry Caldwell	4.00	Review and analyze client documents for privilege (2.6); redact documents re same (1.4).
03/11/25	Uzo Dike	1.10	Review, analyze strategic considerations re document review (.3); review documents re productions (.5); finalize same for production (.3).
03/11/25	Ashton Dubey	6.40	Review, analyze, documents re privilege concerns (3.5); redact documents re same (.8); categorize documents re same (2.1).
03/11/25	Carlos Estrada	8.40	Review and analyze documents re privilege concerns (3.9); review, analyze privilege review protocol (2.1); redact documents re privilege concerns (2.4).
03/11/25	Kaitie Farrell	0.50	Review, revise privilege review protocol.
03/11/25	Garrett Fox	8.10	Review, analyze documents re privilege concerns (2.9); draft summaries re same (2.2); redact documents re same (1.4); categorize documents re same (1.6).
03/11/25	Houston Gao	1.30	Review and analyze documents re privilege concerns.
03/11/25	Jeffrey Ross Goldfine	0.50	Telephone conference with J. Sussberg, K&E team, Company re litigation work in process and next steps.
03/11/25	Jeffrey Ross Goldfine	5.70	Interview with Company executive (5.0); telephone conference with PH team re expert report (.2); telephone conference with B. Arnault, S. Henry and K&E team re litigation strategy (.5).
03/11/25	Nicole L. Greenblatt, P.C.	0.50	Correspond with B. Arnault, K&E team re updates on litigation and discovery matters.
03/11/25	Belle A. E. Harris	6.60	Review, analyze documents re privilege concerns (3.9); redact documents re same (2.7).
03/11/25	Grace Hartnett	6.30	Conference with A. Lufe, J. Goldfine, K&E team re A. Laurence interview (2.2); review, analyze issues re same (4.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/11/25	Shayne Henry	10.90	Telephone conference with Jefferies' counsel re privilege review (.6); conference with B. Arnault, K&E team re litigation strategy (1.5); oversee document review (3.4); review responses to Akin information requests (3.2); respond to inquiries re privilege of documents (2.2).
03/11/25	Maggie Houseknecht	6.10	Review documents re discovery requests (3.8); review, analyze documents re privilege concerns (2.1); redact documents re same (.2).
03/11/25	Maggie Houseknecht	0.30	Revise, draft privilege protocol.
03/11/25	Maggie Houseknecht	0.10	Correspond with C. Leveroni re ongoing privilege review of documents.
03/11/25	Henry Huang	8.80	Conference with M. MacKay re text message review (.5); prepare for same (.4); correspond with KLD to prepare documents for review (1.7); review and analyze new data collection (1.0); prepare search term hit reports for new documents (1.6); coordinate re document production (1.3); review and analyze documents to streamline review workflow (1.8); create metrics reports (.5).
03/11/25	Alex Ingoglia	5.20	Analyze privilege review protocol (.8); review documents (4.4).
03/11/25	Jeffrey M. Jacobsen	5.20	Review documents for privilege (3.9); redact documents re same (1.3).
03/11/25	Sarah Jones	6.30	Draft tracker re adequate protection issues (3.9); research re same (2.4).
03/11/25	Sarah Jones	1.40	Draft valuation report summary re adequate protection dispute.
03/11/25	Eric S. Kay	7.20	Review, analyze documents re witness preparation (3.8); draft witness preparation materials (3.4).
03/11/25	Kathleen Vera Kinsella	6.10	Research re adequate protection motion (3.3); revise same (2.8).
03/11/25	Chris Leveroni	8.90	Review updated materials related to privilege review (1.5); conference with M. Houseknecht re same (.2); conference with S. Henry re same (.3); analyze documents in anticipation of production (3.9); redact documents re same (3.0).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/11/25	Sean Lopez	8.80	Oversee document review project (3.9); prepare review metrics report (2.8); prepare mobile document review project (1.5); prepare quality control review batches for review (.6).
03/11/25	Melanie MacKay	0.50	Oversee document review workstream.
03/11/25	Melanie MacKay	4.60	Review documents, production and batching (3.9); conference with S. Henry and A. Whipkey re same (.7).
03/11/25	Melanie MacKay	1.40	Review, analyze summaries re discovery requests.
03/11/25	Melanie MacKay	0.60	Review document requests.
03/11/25	Melanie MacKay	0.70	Review, analyze documents re privilege categories.
03/11/25	Melanie MacKay	0.50	Conference with S. Henry, K&E team re document review and depositions.
03/11/25	Mark McKane, P.C.	0.90	Review, analyze W&C discovery objections (.4); conference with B. Arnault re same (.2); address Freedom lenders' internal valuation issues (.3).
03/11/25	Briana McNamara	0.50	Review, redact documents re privilege concerns.
03/11/25	Briana McNamara	0.90	Meet with M. MacKay re document review (.5); review, analyze document review protocol (.4).
03/11/25	Briana McNamara	1.70	Review, analyze documents re privilege concerns.
03/11/25	Makala McNeil	2.20	Review and analyze documents for privilege and responsiveness.
03/11/25	Brian Messing	3.50	Review, analyze final DIP order re adequate protection claim, budget analysis (2.9); telephone conferences with J. Black re same (.4); review, analyze correspondence re HoldCo entities, causes of action (.2).
03/11/25	Brent Daniel Mobbs	6.60	Review, analyze documents re privilege concerns (3.6); redact documents re same (1.2); categorize documents re same (1.8).
03/11/25	Brian Nakhaimousa	0.80	Review, analyze Augustine expert report (.2); conference with B. Messing re Freedom lender group adequate protection arguments (.6).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/11/25	Shane O'Connor	0.30	Review, analyze documents re privilege concerns.
03/11/25	Austin Pennington	3.50	Review documents re privilege and responsiveness.
03/11/25	Armando L. Prather	2.40	Review, analyze documents re witness preparation.
03/11/25	Gregory B. Sanford	3.20	Review and analyze expert report (2.9); correspond with J. Goldfine re response to same (.3).
03/11/25	Eric J. Tarosky	5.00	Review, revise witness preparation outline (3.4); research re same (1.6).
03/11/25	Kyla Elise Taylor	9.10	Review, analyze documents re privilege concerns (3.8); redact documents re same (3.5); draft summaries re same (1.2); review, analyze privilege review protocol (.6).
03/11/25	Megan Kiku Trick	0.80	Conference with M. MacKay and B. McNamara re privilege log protocol (.5); review, analyze same (.3).
03/11/25	Matthew Calloway Walker	5.40	Correspond with M. Angarola and K&E team re privilege document review (1.6); review, analyze documents re privilege (2.3); telephone conferences with M. Angarola re privilege document review (1.2); review, analyze revised privilege document review protocol (.1); review, analyze revised privilege reference document (.1); review, analyze question and answer document (.1).
03/11/25	Amber L. Whipkey	2.20	Correspond with M. MacKay re discovery workstream (.7); coordinate re same (1.5).
03/11/25	Jiange Xiao	1.80	Review and analyze documents re responsiveness and privilege.
03/11/25	Cara Yi	7.80	Review, analyze documents re privilege concerns (3.7); redact documents re same (2.2); draft summaries re same (1.9).
03/11/25	Yi Zhang	0.80	Review, analyze documents re privilege.
03/12/25	Michael Angarola	6.20	Review, revise documents re privilege concerns (3.8); redact documents re same (2.4).
03/12/25	Bill Arnault, P.C.	4.60	Attend interview of company executive.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/12/25	Bill Arnault, P.C.	4.30	Respond to inquiries re discovery, depositions and document production (1.7); prepare omnibus deposition preparation outline (1.8); review, revise deposition notices same (.5); review and analyze correspondence from Freedom lenders (.3).
03/12/25	Bill Arnault, P.C.	1.30	Review and analyze research re adequate protection motion.
03/12/25	Anna Therese Beavers	1.80	Correspond with document review team re privileged communications (.2); review and redact documents re same (1.6).
03/12/25	Magdalene Beck	1.00	Review document coding.
03/12/25	Christopher Buxton	1.90	Review and analyze documents for potential privilege and production.
03/12/25	Henry Caldwell	2.00	Review and analyze documents for privilege (1.6); redact documents re same (.4).
03/12/25	Uzo Dike	0.90	Review, analyze production re quality control (.5); produce requested documents (.4).
03/12/25	Ashton Dubey	7.80	Review, analyze documents re privilege concerns (3.9); redact documents re same (1.1); categorize documents re same (1.8); draft summary re same (1.0).
03/12/25	Carlos Estrada	8.50	Review, analyze documents re privilege concerns (3.7); draft summaries re same (1.3); redact documents re same (2.2); categorize documents re same (1.3).
03/12/25	Garrett Fox	5.10	Review documents re privilege concerns (3.2); redact documents re same (1.9).
03/12/25	Houston Gao	2.20	Review and analyze final production set (1.9); generate report re same (.3).
03/12/25	Jeffrey Ross Goldfine	4.20	Attend interview with Company executive (4.0); review and analyze letter to Board (.2).
03/12/25	Nicole L. Greenblatt, P.C.	1.00	Review and analyze correspondence to directors at HoldCo debtors (.6); correspond with M. McKane, K&E team re discovery matters (.4).
03/12/25	Belle A. E. Harris	0.60	Review, analyze documents for privilege.
03/12/25	Grace Hartnett	5.30	Review and analyze documents for privilege and relevance.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/12/25	Shayne Henry	10.50	Review, analyze Akin discovery requests, related materials (3.8); review, analyze discovery materials (3.2); correspond with A. Whipkey re same (.3); correspond with K&E team re privilege of documents (3.2).
03/12/25	Maggie Houseknecht	10.20	Perform quality control review of documents for production (3.9); review, analyze documents re privilege concerns (3.3); redact documents re same (2.2); code documents re same (.8).
03/12/25	Henry Huang	7.20	Review and analyze final production set (1.6); coordinate to perform document deduplication analysis (2.2); coordinate to prepare documents for attorney review (1.4); review and analyze documents to streamline review workflow (1.5); update case documentation and trackers (.5).
03/12/25	Jeffrey M. Jacobsen	4.60	Review, analyze documents for privilege (3.9); redact documents re same (.7).
03/12/25	Sarah Jones	5.20	Research cases re adequate protection and confirmation issues (3.9); draft summary re same (1.3).
03/12/25	Eric S. Kay	6.40	Review, analyze documents re witness preparation (3.5); draft witness preparation outline (2.9).
03/12/25	Kathleen Vera Kinsella	2.80	Draft memorandum re adequate protection motion.
03/12/25	Michael D. Lehavi	3.80	Review and analyze documents for production re privilege concerns.
03/12/25	Chris Leveroni	5.20	Review, analyze updated privilege material protocol (1.0); conference with M. Houseknecht re same (.3); analyze privilege documents in anticipation of production (3.9).
03/12/25	Mike Li	7.40	Conference with S. Lopez re discovery (1.2); prepare for same (.3); prepare discovery searches (1.5); apply coding re same (.5); review, analyze document review reports (2.5); review, revise batches reviewer production (1.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/12/25	Sean Lopez	9.50	Review documents re production (2.8); conference with M. Like re same (1.1); prepare review metrics report (.8); prepare quality control review (1.5); prepare and finalize workflow and batches (1.0); review, revise tracking chart (.5); review documents re production (1.8).
03/12/25	Melanie MacKay	0.40	Review, analyze, summarize issues re discovery.
03/12/25	Melanie MacKay	0.40	Collect documents re discovery.
03/12/25	Melanie MacKay	0.50	Conference with S. Henry re discovery (.1); review, analyze considerations re same (.4).
03/12/25	Melanie MacKay	1.20	Review, analyze documents re privilege categorizations.
03/12/25	Melanie MacKay	3.80	Review, analyze summaries re document review.
03/12/25	Mark McKane, P.C.	0.70	Assess pending document and deposition workstreams (.4); conference with B. Arnault re status and staffing (.3).
03/12/25	Briana McNamara	4.70	Review, analyze documents re privilege concerns (3.7); redact documents re same (1.0).
03/12/25	Brent Daniel Mobbs	7.90	Review and analyze documents re privilege (3.9); categorize documents re same (1.4); draft summary re same (2.6).
03/12/25	Austin Pennington	2.00	Review document re privilege concerns (1.3); redact documents re same (.7).
03/12/25	Armando L. Prather	0.10	Review, analyze documents re witness preparation.
03/12/25	Gregory B. Sanford	2.50	Review, analyze report re valuation.
03/12/25	Josh Sussberg, P.C.	0.10	Correspond with W&C re litigation matters, next steps.
03/12/25	Eric J. Tarosky	8.00	Attend Akin interview of Company executive (4.1); draft summary re same (3.9).
03/12/25	Kyla Elise Taylor	7.90	Review, analyze documents re privilege and responsiveness (3.9); redact documents re same (1.2); categorize documents re same (2.8).
03/12/25	Megan Kiku Trick	1.40	Review and analyze privilege review protocol (.3); review, analyze documents re privilege concerns (1.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/12/25	Luz Tur-Sinai Gozal	1.90	Review, revise adequate protection outline (.6); telephone conference with B. Messing re DIP order re adequate protection pleadings (.2); research re same (.5); analyze intercreditor, credit agreements re default, valuation provisions (.6).
03/12/25	Matthew Calloway Walker	5.00	Correspond with S. Henry and K&E team re privilege document review (1.9); review, analyze documents re privilege (2.0); telephone conferences with M. Angarola re privilege document review (1.1).
03/12/25	Amber L. Whipkey	2.70	Analyze Akin discovery requests.
03/12/25	Jiange Xiao	1.00	Review and analyze documents re privilege concerns (.8); review, analyze document review protocol (.2).
03/12/25	Cara Yi	11.20	Review, analyze documents re discovery requests (3.8); categorize documents re privilege concerns (2.6); redact documents re same (2.2); draft summary re same (2.6).
03/13/25	Michael Angarola	4.80	Review and analyze documents re privilege concerns (3.5); redact documents re same (1.3).
03/13/25	Bill Arnault, P.C.	0.60	Review, analyze fraudulent transfer complaint.
03/13/25	Bill Arnault, P.C.	0.30	Telephone conference with K. Kinsella re adequate protection motion.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/13/25	Bill Arnault, P.C.	11.50	Participate in telephone conference with Petrillo re discovery (.5); prepare for same by reviewing research (.6); participate in telephone conference with 1Ls (.5); participate in telephone conference with N. Krishnan re liquidation analysis dep prep (.4); participate in valuation report debrief with Ducera (.5); participate in telephone conference with Company re case (.4); participate in telephone conference re case with N. Greenblatt and D. Hunter (.5); participate in litigation team meeting (.5); review and revise subpoenas and dep notices (1.4); correspond with S. Henry, K&E team re discovery (.9); schedule dep and exchange emails re same (.4); create master deposition outline, mock cross and key themes (3.2); revise witness list (.2); review, revise workplan (1.5).
03/13/25	Anna Therese Beavers	2.30	Review, analyze documents for production.
03/13/25	Danny Brown	8.10	Draft deposition notices (3.5); research re same (.8); review and analyze documents for privilege (3.8).
03/13/25	Christopher Buxton	0.70	Review and analyze documents for potential privilege.
03/13/25	Henry Caldwell	2.30	Review and analyze client documents for privilege.
03/13/25	Caitlin Dean	1.00	Review, analyze documents re privilege concerns (.7); review, analyze privilege review protocol (.3).
03/13/25	Ashton Dubey	5.10	Review, analyze documents re privilege concerns (3.6); redact documents re same (1.5).
03/13/25	Carlos Estrada	7.80	Review, analyze documents re privilege concerns (3.9); categorize documents re same (2.1); redact documents re same (1.8).
03/13/25	Jeffrey Ross Goldfine	3.60	Review and analyze expert report (1.2); telephone conference with G. Sanford re same (.3); telephone conference with Ducera team re same (.5); attention to settlement (.1); telephone conference with N. Greenblatt, B. Arnault and D. Hunter re same (.5); telephone conference with B. Arnault, S. Henry and K&E team re litigation strategy (1.0).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/13/25	Jeffrey Ross Goldfine	0.80	Telephone conference with B. Arnault, K&E team, PH team re litigation works in process (.4); telephone conference with N. Greenblatt, K&E team, Company re same (.4).
03/13/25	Nicole L. Greenblatt, P.C.	0.50	Telephone conference with M. McKane, K&E team re investigation status, open items.
03/13/25	Belle A. E. Harris	4.20	Review, analyze documents for privilege (3.6); redact documents re same (.6).
03/13/25	Shayne Henry	11.10	Conference with J. Goldfine, K&E team re litigation strategy (1.5); conference with J. Goldfine, K&E team re document discovery (1.0); coordinate document discovery workstream (3.6); review, analyze summaries re same (3.2); conference with M. Mackay re same (.2); review, analyze expert reports (1.6).
03/13/25	Maggie Houseknecht	5.10	Perform quality control review re documents for production (3.6); review, analyze documents re privilege concerns (1.5).
03/13/25	Maggie Houseknecht	1.60	Redact documents re privilege concerns.
03/13/25	Henry Huang	7.00	Update documents to streamline review workflow (1.1); prepare document searches for attorney review (.8); coordinate to prepare documents for privilege review (1.8); review and analyze documents to prepare for production (1.9); coordinate to prepare document production (1.4).
03/13/25	Alex Ingoglia	3.50	Review, analyze documents for privilege (2.9); draft summary re same (.6).
03/13/25	Jeffrey M. Jacobsen	2.50	Review, analyze documents for privilege (2.1); redact documents re same (.4).
03/13/25	Sarah Jones	6.70	Research re adequate protection and valuation of claims.
03/13/25	Sarah Jones	0.30	Correspond with B. Messing re research re adequate protection and valuation.
03/13/25	Eric S. Kay	3.60	Review, analyze documents re witness preparation.
03/13/25	Kathleen Vera Kinsella	6.20	Analyze Gale class action complaint to anticipate arguments (2.7); draft master outline for deposition preparation (3.5).
03/13/25	Kathleen Vera Kinsella	0.30	Telephone conference with B. Arnault re adequate protection motion.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/13/25	Nikhil Rama Krishnan	0.50	Conference with B. Arnault, K&E team re case and deposition strategy.
03/13/25	Michael D. Lehavi	0.70	Review and analyze documents for production re privilege concerns.
03/13/25	Chris Leveroni	1.80	Review, analyze background materials in preparation for depositions.
03/13/25	Mike Li	7.50	Generate documents sets (.6); create new privilege review batches (1.2); create and modify saved searches in workspace (1.0); conference with H. Huang, K&E team re document production (1.2); revise batches for attorney review (1.3); manage updates re internal coding, fields, layouts and batch sets (1.0); document review support (1.2).
03/13/25	Sean Lopez	8.30	Oversee document review (2.9); prepare review metrics report (2.9); prepare quality control review batches for attorney review (2.5).
03/13/25	Melanie MacKay	4.50	Review documents, production and batching (3.9); review, analyze summaries re same (.6).
03/13/25	Melanie MacKay	1.50	Review, revise documents for production re privilege categorizations.
03/13/25	Melanie MacKay	0.40	Review, analyze documents re privilege concerns.
03/13/25	Melanie MacKay	0.20	Conference with S. Henry and A. Whipkey re document review workstream.
03/13/25	Melanie MacKay	0.50	Conference with J. Goldfine, K&E team re litigation strategy.
03/13/25	Melanie MacKay	0.50	Review, revise summaries re document production.
03/13/25	Mark McKane, P.C.	1.60	Review, analyze potential independent director issues (.4); evaluate potential accelerated vote and litigation stay strategy (.3); analyze separate counsel issues (.2); review and revise draft discovery to PIMCO and Irradiant (.4); assess status on offensive and defensive discovery (.3).
03/13/25	Briana McNamara	4.30	Review, analyze documents for privilege (3.4); redact documents re same (.9).
03/13/25	Brent Daniel Mobbs	9.90	Review, analyze documents re privilege concerns (2.9); redact documents re same (2.8); categorize documents re same (2.0); draft summaries re same (2.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/13/25	Brian Nakhaimousa	0.50	Conference with D. Hunter, K&E team re investigation matters, related litigation issues.
03/13/25	Armando L. Prather	5.90	Review, analyze documents re witness preparation (3.5); draft summaries re same (2.4).
03/13/25	John R. Rhine	2.30	Conference with B. Arnault and S. Henry re litigation strategy (.5); review, analyze documents re depositions (1.2); draft summaries re same (.6).
03/13/25	Gregory B. Sanford	1.30	Telephone conference with J. Goldfine re deposition (.5); telephone conference with J. Goldfine, K&E team, Ducera team re expert report (.5); prepare for same (.3).
03/13/25	Eric J. Tarosky	3.80	Draft summaries of depositions (2.6); review privileged documents (1.2).
03/13/25	Kyla Elise Taylor	3.70	Review, analyze documents for privilege.
03/13/25	Megan Kiku Trick	0.80	Tag documents re privilege concerns.
03/13/25	Luz Tur-Sinai Gozal	2.30	Research re injunctive relief (.7); correspond with J. Black re same (.1); review, revise adequate protection draft reply (1.1); conference with J. Black, K&E team re adequate protection, confirmation issues (.4).
03/13/25	Matthew Calloway Walker	4.90	Correspond with M. Angarola and K&E team re privilege documents (.7); review, analyze documents re privilege (3.8); telephone conferences with M. Angarola re privilege document review (.4).
03/13/25	Amber L. Whipkey	1.70	Analyze discovery requests.
03/13/25	Jiange Xiao	3.50	Review and analyze documents re privilege concerns (2.7); redact documents re same (.8).
03/13/25	Cara Yi	12.40	Review, analyze documents re privilege concerns (3.9); redact documents (2.0); categorize documents re same (2.2); draft summaries re same (1.8); further review, analyze documents re same (2.5).
03/14/25	Max Joseph Abramson	1.10	Review, analyze documents re privilege concerns.
03/14/25	Michael Angarola	6.50	Review, analyze documents re privilege concerns (3.4); redact documents re same (3.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/14/25	Bill Arnault, P.C.	6.90	Participate in telephone conference with J. Goldfine, K&E team re litigation status (.4); prepare for team meeting re witness preparation (2.1); prepare for witness prep (.7); review, respond to inquiries re depositions, discovery and scheduling (1.2); review and revise discovery, subpoenas and deposition notices (2.5).
03/14/25	Bill Arnault, P.C.	0.80	Review and analyze exclusivity objection.
03/14/25	Anna Therese Beavers	4.80	Review, analyze documents for production re privilege and responsiveness (3.2); redact documents re same (1.6).
03/14/25	Magdalene Beck	1.20	Review documents for production.
03/14/25	Afi Blackshear	0.80	Conference with M. MacKay, K&E team re document review workstream.
03/14/25	Danny Brown	8.30	Review and analyze documents for privilege (1.9); draft deposition notices and conference with team re deposition notices (3.9); draft response to deposition notice (2.5).
03/14/25	Christopher Buxton	1.10	Review and analyze documents for privilege.
03/14/25	Henry Caldwell	2.70	Review and analyze documents.
03/14/25	Caitlin Dean	4.80	Conference with M. MacKay, K&E team re document review workstream (.8); review, analyze documents re privilege concerns (3.3); redact documents re same (.7).
03/14/25	Ashton Dubey	2.30	Review, analyze documents re privilege concerns.
03/14/25	Carlos Estrada	7.50	Review documents re privilege concerns (3.5); redact documents re same (2.7); categorize documents re same (1.3).
03/14/25	Peter Evangelatos	4.80	Telephone conference with B. Arnault, K&E team re discovery status (.5); analyze case filings re litigation issues (3.2); draft summary re same (1.1).
03/14/25	Rebecca Finley	1.00	Review, analyze protocol re document review.
03/14/25	Rebecca Finley	1.90	Review, analyze documents re privilege concerns (1.7); redact documents re same (.2).
03/14/25	Rebecca Finley	1.00	Conference with M. MacKay, K&E team re document review.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/14/25	Jeffrey Ross Goldfine	3.30	Telephone conference with Company, K&E team, Ducera team re settlement (.2); telephone conference with B. Arnault re same (.2); review and analyze witness lists (.4); telephone conference with B. Arnault, S. Henry and K&E team re litigation strategy (.5); telephone conference with K&E team, B. Nakhaimousa, Gordon Rees team re claims (.5); correspond with B. Nakhaimousa re same (.3); telephone conference with Akin team, S. Henry re discovery requests (.5); prepare for same (.2); review and analyze summaries re expert reports (.5).
03/14/25	Belle A. E. Harris	1.40	Review, analyze documents for privilege.
03/14/25	Shayne Henry	10.50	Conference with J. Goldfine, K&E team re litigation strategy (.5); conference with K&E team re document discovery (1.0); telephone conference with B. Arnault, Akin team re same (.5); onboard document reviewers with M. MacKay (1.0); coordinate document review (4.1); coordinate witness and deposition preparations (3.4).
03/14/25	Maggie Houseknecht	0.20	Review, revise materials re document review protocol.
03/14/25	Henry Huang	4.20	Prepare documents for production (1.2); review and analyze new document collection (1.3); prepare documents for attorney review (.9); update analytic models to assist with quality control review (.8).
03/14/25	Derek I. Hunter	5.70	Conferences with M. Levine, K&E team, company advisors re work in process, plan issues (1.1); correspond with M. Levine, K&E team re same (.9); review, analyze, and revise work product and analyses re same (2); analyze deal considerations and related issues (1); correspond with M. Levine, K&E team re privileged analyses (.7).
03/14/25	Alex Ingoglia	2.50	Review, analyze documents re privilege concerns (2.2); redact documents re same (.3).
03/14/25	Jeffrey M. Jacobsen	1.50	Review, analyze documents for privilege (1.1); review, analyze background documents re document review protocol (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/14/25	Sarah Jones	3.80	Research defenses to adequate protection motion (2.1); draft memorandum re same (1.5); correspond with J. Black re same (.2).
03/14/25	Sarah Jones	0.50	Correspond with J. Black re adequate protection and confirmation issues.
03/14/25	Eric S. Kay	0.50	Review, analyze documents re witness preparation.
03/14/25	Kathleen Vera Kinsella	6.00	Analyze objection re exclusivity extension motion (2.6); draft summary re same (3.4).
03/14/25	Michael D. Lehavi	3.30	Review and analyze documents for production re privilege concerns.
03/14/25	Chris Leveroni	3.50	Review updated background materials re document analysis (1.2); analyze documents in anticipation of production re privilege concerns (2.3).
03/14/25	Mike Li	0.30	Telephone conference H. Huang re document review status and production plan.
03/14/25	Sean Lopez	6.40	Oversee document review project (2.9); prepare review metrics report (2.0); prepare batches of documents for quality control review (1.5).
03/14/25	Melanie MacKay	0.50	Conference with B. Arnault, K&E team re litigation status.
03/14/25	Melanie MacKay	0.90	Review, analyze summaries re document review.
03/14/25	Melanie MacKay	0.20	Manage document collections.
03/14/25	Melanie MacKay	0.80	Manage deposition preparation assignments.
03/14/25	Melanie MacKay	0.30	Manage, analyze review metrics.
03/14/25	Melanie MacKay	4.10	Review documents, production and batching (3.2); conference with S. Henry and A. Whipkey re the same (.3); draft summary of document review workstream status (.6).
03/14/25	Melanie MacKay	0.30	Correspond with M. Lehavi, K&E team re document review.
03/14/25	Mark McKane, P.C.	0.70	Conference with B. Arnaultre W&C litigation issues(.3); review, analyze litigation issues re Wartell investigation (.4).
03/14/25	Brent Daniel Mobbs	7.50	Review and analyze documents re privilege concerns (3.8); redact documents re same (2.8); categorize documents re same (.9).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/14/25	Brian Nakhaimousa	0.30	Correspond with Z. Ben-Shahar re deposition notices (.1); correspond with Alix re discovery matters (.1); correspond with YCST re litigation matters (.1).
03/14/25	Austin Pennington	5.50	Review documents re privilege concerns (3.2); draft summary re same (1.1); redact documents re same (1.2).
03/14/25	Armando L. Prather	4.30	Review, analyze documents re privilege concerns (3.4); redact documents re same (.9).
03/14/25	John R. Rhine	4.40	Conference with B. Arnault, K&E team re litigation strategy (.7); review, analyze documents re privilege concerns (1.2); review, analyze materials re deposition preparation (2.3); correspond with B. Arnault re deposition prep (.2).
03/14/25	Scott Rolnik, P.C.	0.70	Telephone conference with J. Dickson, K&E team re case status and re adequate protection motion.
03/14/25	Gracie Smith	4.40	Conference with M. MacKay re document review assignments (.3); review, analyze document review protocol (.5); review, analyze documents re privilege concerns (3.6).
03/14/25	Eric J. Tarosky	2.50	Draft summaries re depositions (2.3); research re same (.2).
03/14/25	Kyla Elise Taylor	8.10	Review, analyze documents for privilege (3.8); categorize documents re same (1.9); redact documents re same (2.4).
03/14/25	Megan Kiku Trick	1.80	Review, analyze documents re privilege concerns.
03/14/25	Matthew Calloway Walker	6.30	Correspond with S. Henry and K&E team re privilege document review (1.5); review, analyze documents re privilege (3.0); telephone conferences with M. Angarola re privilege document review (1.5); correspond with S. Lopez and C. Estrada re privilege document review (.3).
03/14/25	Amber L. Whipkey	2.50	Conference with M. MacKay re discovery workstream (.4); review, analyze summaries re same (1.4); manage discovery workstream (.7).
03/14/25	Jiange Xiao	1.70	Review and analyze documents re privilege concerns (1.0); redact documents re same (.7).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/14/25	Cara Yi	10.70	Review, analyze documents re privilege concerns (3.8); draft summaries re same (3.2); redact documents re same (2.5); categorize documents re same (1.2).
03/14/25	Tyler Yoo	0.50	Conference with M. MacKay, K&E team re document review.
03/14/25	Yun Zhang	1.50	Conference with M. MacKay, K&E team re document review (.5); review, analyze documents re same (1.0).
03/15/25	Bill Arnault, P.C.	4.30	Review and revise settlement deck re status conference (1.4); draft deck re witness preparation (2.9).
03/15/25	Devika M. Balaram	1.00	Draft summary re arguments on appeal (.6); research re same (.4).
03/15/25	Anna Therese Beavers	0.70	Draft summary re witness preparation (.6); correspond with B. Arnault re same (.1).
03/15/25	Afi Blackshear	1.00	Conferences with M. MacKay re document review.
03/15/25	Danny Brown	1.80	Draft response to deposition notice.
03/15/25	Henry Caldwell	2.90	Review and analyze documents for privilege.
03/15/25	Rebecca Finley	1.30	Review, analyze documents re privilege concerns.
03/15/25	Houston Gao	1.20	Review and analyze documents re privilege concerns.
03/15/25	Jeffrey Ross Goldfine	0.30	Review and analyze status hearing slides.
03/15/25	Shayne Henry	1.90	Conference with A. Whipkey, K&E team re witness preparation (.5); review and revise responses re privilege questions (.8); coordinate document review and redactions (.4); coordinate document production (.2).
03/15/25	Maggie Houseknecht	2.00	Review documents for production.
03/15/25	Henry Huang	4.00	Review and analyze data to streamline review workflow (1.7); prepare documents for attorney review (1.3); coordinate review of final production set (.4); coordinate transfer of production to opposing counsel (.6).
03/15/25	Sarah Jones	2.30	Draft, revise, revise case chart re adequate protection and valuation.
03/15/25	Chris Leveroni	1.10	Review, analyze materials re deposition.
03/15/25	Sean Lopez	0.50	Prepare document batches for attorney review.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/15/25	Mark McKane, P.C.	1.10	Analyze issues re exclusivity objection (.8); correspond with B. Arnault re same (.3).
03/15/25	Brent Daniel Mobbs	4.80	Review, analyze materials re privilege concerns (3.2); redact documents re same (1.6).
03/15/25	Armando L. Prather	2.40	Review, analyze documents prior to production for privilege log.
03/15/25	Eric J. Tarosky	2.30	Draft summary of interview re Company executive.
03/15/25	Kyla Elise Taylor	8.20	Review, analyze documents re privilege concerns (3.9); draft summary re same (2.1); redact documents re same (2.2).
03/15/25	Matthew Calloway Walker	0.30	Correspond with S. Henry re witness preparation meeting (.1); review, analyze documents re privilege (.2).
03/15/25	Amber L. Whipkey	1.10	Conference with S. Henry re discovery workstream (.5); manage same (.6).
03/15/25	Cara Yi	7.90	Review, analyze materials for document production (2.3); redact documents re same (2.8); draft summary re same (2.2); review, analyze correspondence re same (.6).
03/16/25	Michael Angarola	1.00	Review and analyze materials re document review (.8); redact documents re same (.2).
03/16/25	Bill Arnault, P.C.	2.80	Prepare for witness prep sessions (.9); create summary of key issues re same (1.9).
03/16/25	Bill Arnault, P.C.	1.00	Telephone conference with B. Nakhaimousa, K&E team and Ducera team re litigation considerations re status conference (.7); telephone conference with M. McKane and J. Goldfine re same (.3).
03/16/25	Afi Blackshear	2.50	Review, analyze documents re privilege concerns (2.3); redact same (.2).
03/16/25	Danny Brown	2.80	Draft response to deposition notice.
03/16/25	Henry Caldwell	1.80	Analyze client documents for privilege.
03/16/25	Hacibey Catalbasoglu	1.80	Analyze and review documents re privilege concerns.
03/16/25	Ashton Dubey	1.00	Review, analyze documents re privilege concerns.
03/16/25	Rebecca Finley	1.40	Review and analyze documents re privilege (1.1); redact same (.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/16/25	Jeffrey Ross Goldfine	0.90	Telephone conference with J. Sussberg, K&E team, Ducera team and Alix team re status conference (.7); telephone conference with M. McKane and B. Arnault re litigation strategy (.2).
03/16/25	Belle A. E. Harris	1.00	Review, analyze documents for privilege (.7); redact privileged communications and documents (.3).
03/16/25	Maggie Houseknecht	3.30	Review documents for production.
03/16/25	Maggie Houseknecht	1.10	Draft proposed responses re assessing responsiveness and privilege.
03/16/25	Kathleen Vera Kinsella	4.10	Draft outline re witness preparation (3.6); research re same (.5).
03/16/25	Chris Leveroni	3.30	Review and analyze documents re responsiveness and privilege.
03/16/25	Mike Li	2.90	Assist on running searches in the workspace (1.3); update internal coding and fields (.4); create metrics reports (1.2).
03/16/25	Melanie MacKay	0.50	Manage deposition kit assignments.
03/16/25	Mark McKane, P.C.	0.20	Evaluate expert report.
03/16/25	Austin Pennington	5.40	Review documents re privilege concerns (3.6); redact documents re same (.5); categorize documents re same (1.3).
03/16/25	Cara Yi	4.10	Review, analyze materials re privilege (3.6); review, analyze document review protocol (.5).
03/17/25	Max Joseph Abramson	0.20	Review, analyze documents re privilege concerns.
03/17/25	Michael Angarola	6.00	Review documents re privilege concerns (3.8); redact documents re same (2.2).
03/17/25	Michael Angarola	1.20	Conference with B. Arnault, K&E team re witness preparation.
03/17/25	Bill Arnault, P.C.	7.60	Telephone conference with M. Angarola, K&E team re witness preparation (1.2); telephone conference with J. Goldfine, K&E team re case status (.5); telephone conference with Evercore team re subpoena (.2); draft deck re witness preparation (3.2); review pleadings and key documents re same (2.5).
03/17/25	Will Atnipp	6.30	Review documents re privilege concerns (3.1); prepare witness outline (3.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/17/25	Devika M. Balaram	1.30	Conference with B. Arnault, K&E team re witness preparation.
03/17/25	Anna Therese Beavers	3.50	Review, analyze documents for production (2.3); telephone conference with B. Arnault re witness preparation (1.2).
03/17/25	Magdalene Beck	7.30	Review documents for production (2.7); research re deposition (3.4); telephone conference with B. Arnault, K&E team re preparing witnesses for depositions (1.2).
03/17/25	Afi Blackshear	2.70	Review, analyze documents re privilege concerns.
03/17/25	Keaton Blazer	1.20	Telephone conference with B. Arnault, K&E team re witness preparation.
03/17/25	Socrates L. Boutsikaris	1.20	Telephone conference with B. Arnault, K&E team re witness preparation.
03/17/25	Danny Brown	5.10	Telephone conference with B. Arnault, K&E team re witness preparation (1.2); review and analyze materials for depositions (1.0); review and analyze documents for privilege and responsiveness (2.9).
03/17/25	Christopher Buxton	2.90	Review and analyze documents for privilege logging and production (1.7); attend witness prep kickoff call with B. Arnault (1.2).
03/17/25	Henry Caldwell	5.70	Analyze documents for privilege (3.4); redact documents re same (1.1); attend deposition preparation telephone conference with B. Arnault and K&E team (1.2).
03/17/25	Hacibey Catalbasoglu	3.10	Analyze and redact documents for attorney-client privilege.
03/17/25	Hacibey Catalbasoglu	0.70	Review, analyze latest case filings.
03/17/25	Hacibey Catalbasoglu	1.20	Attend witness preparation kickoff telephone conference with B. Arnault, K&E team.
03/17/25	Caitlin Dean	3.80	Telephone conference with B. Arnault, K&E team re witness preparation (1.2); review documents for privilege (2.6).
03/17/25	Uzo Dike	0.90	Review documents re production.
03/17/25	Ashton Dubey	7.40	Review, analyze documents re privilege concerns (3.6); review, analyze documents re deposition (3.8).
03/17/25	Carlos Estrada	1.60	Telephone conference with B. Arnault, K&E team re witness preparation (1.2); prepare for same (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/17/25	Peter Evangelatos	7.70	Analyze expert report re valuations and related documents (3.3); review, analyze research, considerations, strategies re same (3.0); conference with B. Arnault, K&E team re next steps, deposition preparation (1.3); prepare for same (.1).
03/17/25	Kaitie Farrell	1.50	Review and analyze background materials to inform witness preparation.
03/17/25	Kaitie Farrell	1.30	Telephone conference with B. Arnault, K&E team re deposition preparation.
03/17/25	Kaitie Farrell	2.30	Review and analyze documents for privilege.
03/17/25	Rebecca Finley	1.40	Review, analyze documents for privilege (1.0); redact same (.4).
03/17/25	Rebecca Finley	1.30	Telephone conference with B. Arnault, K&E team re deposition preparation (1.2); prepare for same (.1).
03/17/25	Rebecca Finley	1.00	Review, analyze documents for privilege.
03/17/25	Garrett Fox	1.10	Telephone conference with B. Arnault, K&E team re deposition preparation.
03/17/25	Jeffrey Ross Goldfine	1.90	Analyze, review documents re investigation (.3); telephone conference with B. Arnault, M. McKane and K&E team re litigation strategy and next steps (1.0); telephone conference with B. Arnault, M. McKane, S. Henry re same (.3); review and analyze complaint (.3).
03/17/25	Jeffrey Ross Goldfine	0.20	Telephone conference with B. Arnault re status conference and next steps re litigation issues.
03/17/25	Jeffrey Ross Goldfine	0.50	Telephone conference with D. Hunter, K&E team, PH team re litigation, settlement issues.
03/17/25	Mara L. Greenberg	1.20	Telephone conference with B. Arnault, K&E team re deposition preparation.
03/17/25	Belle A. E. Harris	7.90	Review, analyze documents re responsiveness and privilege (3.9); redact documents re same (1.2); draft summaries re same (1.6); telephone conference with B. Arnault, K&E team re deposition preparation (1.2).
03/17/25	Grace Hartnett	4.00	Telephone conference with B. Arnault, K&E team re deposition preparation (1.2); research re settlement negotiations and litigation stay (2.8).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/17/25	Shayne Henry	11.10	Coordinate production of documents (1.3);; respond to document reviewer questions re privilege (2.3); conference with M. MacKay re document discovery (.5); provide responses to Akin information requests (1.9); correspond with M. MacKay re document discovery strategy (.4); correspond with Company re same (.2); process litigation summaries (1.0); coordinate document discovery (1.3); telephone conference with B. Arnault, K&E team re deposition preparation (1.2); conference with B. Arnault, K&E team re litigation strategy (1.0).
03/17/25	Shayne Henry	0.20	Draft, revise litigation documents for status conference.
03/17/25	Maggie Houseknecht	1.20	Telephone conference with S. Henry, K&E team re witness preparation.
03/17/25	Maggie Houseknecht	0.50	Draft responses re assessing responsiveness and privilege of documents for production.
03/17/25	Maggie Houseknecht	6.00	Review documents for production (3.8); redact documents re same (1.1); draft summaries re same (1.1).
03/17/25	Maggie Houseknecht	2.90	Review, analyze materials re witness preparation (2.2); draft summary re same (.7).
03/17/25	Tiffany Hu	1.30	Telephone conference with B. Arnault, K&E team re witness preparation (1.0); review, analyze materials re same (.3).
03/17/25	Henry Huang	6.10	Update review workflow setting for witness preparation (.6); telephone conference with B. Arnault, K&E team re witness preparation (1.2); coordinate production delivery to opposing counsel (.4); prepare production statistic report (.4); prepare documents for attorney review (2.3); coordinate to streamline review workflow (1.2).
03/17/25	Alex Ingolia	1.30	Telephone conference with B. Arnault, K&E team re witness preparation.
03/17/25	Jeffrey M. Jacobsen	3.30	Telephone conference with B. Arnault, K&E team re witness preparation (1.2); review, analyze materials re same (2.1).
03/17/25	Sarah Jones	6.70	Review, revise case chart re adequate protection and confirmation issues (3.9); research re same (2.8).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/17/25	Eric S. Kay	1.30	Telephone conference with B. Arnault, K&E team re witness preparation.
03/17/25	Eric S. Kay	0.50	Review, analyze recent bankruptcy case filings.
03/17/25	Kathleen Vera Kinsella	1.20	Telephone conference with B. Arnault, K&E team re witness preparation.
03/17/25	Nikhil Rama Krishnan	1.40	Telephone conference with K&E team re deposition prep (.8); research issues re deposition prep (.6).
03/17/25	Joshua Lacoste	1.00	Telephone conference with S. Henry, K&E team re witness preparation.
03/17/25	Michael D. Lehavi	1.50	Telephone conference with B. Arnault, K&E team re witness preparation (1.2); prepare for same (.3).
03/17/25	Chris Leveroni	9.10	Telephone conference with S. Henry, K&E team re deposition preparation (1.3); review, analyze materials re same (3.2); draft summaries re same (2.1); review, analyze documents re privilege (2.5).
03/17/25	Mike Li	1.10	Draft, revise privilege review protocol (.5); modify search terms for production (.6).
03/17/25	Sean Lopez	1.80	Prepare review metrics report (.9); prepare quality control review batches for attorney review (.9).
03/17/25	Melanie MacKay	0.50	Telephone conference with B. Arnault, K&E team re litigation status.
03/17/25	Melanie MacKay	4.70	Review document production (3.6); conference with document vendor re same (1.1).
03/17/25	Melanie MacKay	1.60	Review document collection (1.3); conference with S. Henry and A. Whipkey re same (.3).
03/17/25	Melanie MacKay	2.20	Review, analyze documents for production re quality control check.
03/17/25	Melanie MacKay	1.00	Telephone conference with B. Arnault, K&E team re witness preparation.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/17/25	Mark McKane, P.C.	5.70	Prepare for March 17 status conference (1.5); assess 1Ls' statement for status conference (.4); participate in litigation strategy conference with B. Arnault, J. Goldfine (.6); conference with N. Greenblatt, J. Sussberg re next steps including debtors' proposal (.5); review remaining supplemental productions (.4); participate in witness prep kickoff meeting (1.2); participate in litigation partners post-status conference check-in (.7); direct team re court's authority to stay litigation (.4).
03/17/25	Mark McKane, P.C.	1.10	Review Freedom lenders' objection to exclusivity.
03/17/25	Briana McNamara	1.30	Review, analyze documents re privilege.
03/17/25	Briana McNamara	2.00	Redact documents re privilege concerns.
03/17/25	Briana McNamara	1.50	Telephone conference with B. Arnault, K&E team re witness preparation (1.2); prepare for same (.3).
03/17/25	Makala McNeil	3.50	Telephone conference with S. Henry, K&E team re witness preparation (1.2); review, analyze and code documents for responsiveness and privilege (2.3).
03/17/25	John Merle	5.70	Review, analyze materials re privilege concerns (3.8); redact documents re same (1.9).
03/17/25	Brent Daniel Mobbs	3.30	Review, categorize and redact documents for privilege and responsiveness (2.0); telephone conference with S. Henry, K&E team re witness preparation (1.3).
03/17/25	Brian Nakhaimousa	1.00	Correspond with J. Black, K&E team re fraudulent transfer issues (.2); review, research, analyze re same (.7); correspond with M. McKane, K&E team re deposition (.1);
03/17/25	Shane O'Connor	1.20	Analyze documents re witness preparation.
03/17/25	Shane O'Connor	1.20	Telephone conference with B. Arnault, K&E team re witness preparation.
03/17/25	Austin Pennington	4.20	Telephone conference with S. Henry, K&E team re witness preparation (1.3); review documents re privilege concerns (2.9).
03/17/25	Armando L. Prather	4.50	Review, analyze directors and officers insurance program (3.2); draft summary re same (1.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/17/25	Armando L. Prather	0.50	Review, analyze documents prior to production.
03/17/25	Armando L. Prather	1.80	Review, analyze directors and officers insurance program re settlement concerns.
03/17/25	Armando L. Prather	1.20	Analyze documents re depositions.
03/17/25	John R. Rhine	6.50	Review, analyze litigation documents (2.5); draft summary re same (2.3); conference with S. Henry, K&E team re witness preparation kickoff (1.2); conference with B. Arnault, K&E re litigation strategy (.5).
03/17/25	Gregory B. Sanford	4.70	Telephone conference with B. Arnault, K&E team re depositions (1.2); review, analyze documents re same (1.1); draft summary re same (1.8); prepare for conference with Ducera team re rebuttal (.6).
03/17/25	Michael James Sitcawich	1.30	Telephone conference with B. Arnault, K&E team re deposition preparation.
03/17/25	Gracie Smith	1.80	Telephone conference with B. Arnault, K&E team re witness preparation (1.3); review, analyze correspondence from B. Arnault re same (.5).
03/17/25	Eric J. Tarosky	8.40	Research re possible stay of litigation pending settlement (3.1); draft summary re same (2.2); research re expert witness (3.1).
03/17/25	Kyla Elise Taylor	5.50	Review documents for privilege (3.2); redact documents re same (1.6); draft summary re same (.7).
03/17/25	Samantha Tidwell	1.50	Telephone conference with B. Arnault, K&E team re depositions (1.3); prepare for same (.2).
03/17/25	Megan Kiku Trick	1.40	Categorize documents for privilege log.
03/17/25	Matthew Calloway Walker	6.70	Correspond with S. Henry and K&E team re privilege document review (1.5); review, analyze documents re privilege (2.5); telephone conferences with M. Angarola re privilege document review (1.0); review, analyze correspondence from H. Huang re privilege document review (.1); telephone conference with B. Arnault and K&E team re witness deposition preparation meeting (1.3); review, analyze letter re Freedom HoldCo Estate claims (.3).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/17/25	Matthew Calloway Walker	0.20	Correspond with B. Arnault and M. MacKay re deposition preparation.
03/17/25	Amber L. Whipkey	2.20	Telephone conference with B. Arnault, K&E team re deposition preparation (1.2); prepare for same (1.0).
03/17/25	Jiange Xiao	5.20	Conference with B. Arnault, K&E team re deposition preparation (1.3); review, analyze board materials re discovery (3.9).
03/17/25	Cara Yi	3.30	Review, analyze documents re privilege concerns.
03/17/25	Tyler Yoo	2.30	Telephone conference with B. Arnault, K&E team re deposition preparation (1.2); review, analyze documents for privilege (1.1).
03/17/25	Shaoyao Yu	1.30	Telephone conference with S. Henry, K&E team re deposition preparation.
03/17/25	Yun Zhang	1.60	Telephone conference with B. Arnault, K&E team re witness preparation (1.3); analyze correspondence re same (.3).
03/17/25	Yi Zhang	1.00	Telephone conference with B. Arnault, K&E team re deposition preparation.
03/18/25	Max Joseph Abramson	6.00	Review, analyze documents for privilege and responsiveness (3.4); redact documents re same (2.6).
03/18/25	Bill Arnault, P.C.	5.20	Telephone conference with J. Goldfine, K&E team re deposition re take-private issues (.5); prepare for same (.4); telephone conference with Alix team, K&E team re litigation issues (.4); prepare for same (.5); telephone conference with Ducera team and Lazard team re valuation (.8); telephone conference with K. Farrell, K&E team re witness preparation (.4); prepare for individual witness prep sessions (2.1); review and respond to emails re discovery requests (.1).
03/18/25	Will Atnipp	2.50	Review, analyze documents re privilege.
03/18/25	Devika M. Balaram	9.60	Draft memorandum re appellate issues (3.9); research re same (3.8); further draft, revise same (1.9).
03/18/25	Anna Therese Beavers	2.70	Review, analyze documents for production (2.2); conference with B. Arnault and J. Goldfine re witness preparation (.5).
03/18/25	Magdalene Beck	1.30	Research re deposition.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/18/25	Afi Blackshear	1.90	Review and classify discovery documents (1.0); assess witness deposition preparation and develop task list (.9).
03/18/25	Keaton Blazer	0.60	Analyze case record re witness preparation.
03/18/25	Danny Brown	4.40	Review and analyze documents for privilege (3.2); review and analyze expert materials (1.2).
03/18/25	Christopher Buxton	0.10	Review and analyze documents for privilege logging.
03/18/25	Henry Caldwell	2.00	Research re deposition preparation.
03/18/25	Alexandra Card	6.00	Attend deposition preparation background telephone conference (.5), conference with M. MacKay, K&E team re case background (.7), review, analyze background materials (1.5), review, analyze documents re deposition kit (3.3).
03/18/25	Hacibey Catalbasoglu	6.00	Analyze documents for attorney-client privilege (3.4); redact documents re same (2.2); draft summary re same (.4).
03/18/25	Caitlin Dean	7.10	Analyze documents for privilege (3.2); redact documents re same (2.1); research re deposition (1.8).
03/18/25	Ashton Dubey	7.20	Review, analyze documents re privilege (3.2) redact documents (1.8); review and analyze materials re deposition (2.2).
03/18/25	Carlos Estrada	8.70	Review privilege log document (3.5); prepare deposition outline (3.4); review, analyze materials re preparation for same (1.8).
03/18/25	Peter Evangelatos	5.80	Strategize re deposition outlines (3.3); review, analyze summaries re same (2.2); conference with M. MacKay re same (.3).
03/18/25	Kaitie Farrell	0.50	Conference with B. Arnault, K&E team re deposition preparation.
03/18/25	Rebecca Finley	4.70	Review documents for privilege.
03/18/25	Garrett Fox	3.20	Conference with B. Arnault, K&E team re witness preparation (.5); prepare for same (.7); review, analyze documents re privilege (2.0).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/18/25	Jeffrey Ross Goldfine	2.50	Telephone conference with Alix team, N. Greenblatt, K&E team re settlement (.2); telephone conference with Company, Ducera team re valuation (.4); teleconferences with B. Arnault, S. Henry and K&E team re deposition preparation (.9); telephone conference with PH team, Lazard team, Ducera team, B. Arnault, K&E team re valuation (.8); telephone conference with PH team re same (.2).
03/18/25	Belle A. E. Harris	6.10	Review, analyze documents for responsiveness and privilege (2.6); draft summaries re same (2.1); categorize documents re same (1.4).
03/18/25	Grace Hartnett	2.50	Review, analyze documents re deposition preparation (2.1); draft summary re same (.4).
03/18/25	Shayne Henry	9.60	Conference with K&E team re witness preparation (2.5); telephone conference with K&E team, B. Arnault re litigation strategy (1.0); coordinate document discovery workstream (3.8); correspond with A. Whipkey re same (.6); respond to Akin information requests (1.1); manage responses and objections to document requests (.3); correspond with Covington team re document review (.3).
03/18/25	Maggie Houseknecht	7.90	Perform quality control review re document production (3.6); draft summary re same (2.9); redact documents re same (1.4).
03/18/25	Henry Huang	6.40	Correspond with vendor to process client documents for production (.7); correspond with vendor to prepare documents for review (1.4); prepare review status and statistic report (1.2); coordinate to prepare documents for deposition review (1.6); prepare documents for production (1.1); attend meeting with vendor re weekly status update (.4).
03/18/25	Alex Ingoglia	0.80	Review document re privilege concerns.
03/18/25	Jeffrey M. Jacobsen	0.60	Conference with J. Goldfine, K&E team re witness preparation.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/18/25	Sarah Jones	5.50	Research re foreclosure and adequate protection considerations and related issues (3.5); correspond with B. Nakhaimousa, K&E team re same (1.6); telephone conference with J. Black, K&E team re same (.4).
03/18/25	Sarah Jones	3.30	Compile case chart re adequate protection and confirmation issues.
03/18/25	Eric S. Kay	1.50	Review, analyze documents re witness kit (1.2); summarize re same (.3).
03/18/25	Eric S. Kay	0.50	Telephone conference with J. Goldfine, K&E team re witness preparation.
03/18/25	Kathleen Vera Kinsella	1.10	Review, analyze materials in preparation for deposition (.6); telephone conference with B. Arnault, K&E team re same (.5).
03/18/25	Nikhil Rama Krishnan	2.90	Research re depositions (2.0); draft summary re same (.9).
03/18/25	Michael D. Lehavi	3.30	Review and analyze materials re depositions (2.8); conference with B. Arnault, K&E team re witness preparation (.5).
03/18/25	Chris Leveroni	8.20	Review, analyze documents for production (3.8); draft summary re same (2.4); draft responses re vendor inquiries re document review (.5); further review, analyze documents re privilege (1.5).
03/18/25	Mike Li	4.50	Review documents re production (2.3); review privilege coding (1.0); revise privilege batch categories (1.2).
03/18/25	Sean Lopez	1.80	Manage document review workflows (.5); prepare quality control review metrics report (.7); batch documents for quality control review (.6).
03/18/25	Melanie MacKay	4.70	Review document workstream (3.2); organize assignments re same (.8); conference with A. Whipkey, S. Henry re same (.7).
03/18/25	Melanie MacKay	1.30	Review, revise summaries re document review.
03/18/25	Melanie MacKay	0.50	Conference with B. Arnault, K&E team re deposition preparation.
03/18/25	Melanie MacKay	0.80	Conference with J. Merle, K&E team re document review.
03/18/25	Melanie MacKay	0.50	Telephone conference with J. Goldfine, K&E team re witness preparation.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/18/25	Melanie MacKay	0.80	Review, analyze categorizing of documents for production.
03/18/25	Melanie MacKay	0.50	Telephone conference with B. Arnault, K&E team re witness preparation.
03/18/25	Mark McKane, P.C.	2.30	Telephone conference with N. Greenblatt, K&E team re settlement discussions (.8); telephone conference with K&E team, N. Greenblatt, Ducera team re path forward (1.1); evaluate initial reaction to status conference and potential settlement proposal (.4).
03/18/25	Mark McKane, P.C.	1.30	Review adequate protection claims, defenses re same.
03/18/25	Briana McNamara	3.30	Review and analyze documents for privilege.
03/18/25	Makala McNeil	1.70	Review, analyze and code documents for responsiveness and privilege.
03/18/25	John Merle	0.80	Conference with M. MacKay, K&E team re document review.
03/18/25	John Merle	1.30	Review, analyze document review protocol.
03/18/25	Brent Daniel Mobbs	6.70	Review, analyze documents re privilege and responsiveness (3.2); redact documents re same (1.1); draft summaries re same (2.4).
03/18/25	Shane O'Connor	0.90	Analyze documents re witness preparation.
03/18/25	Shane O'Connor	2.50	Review and analyze documents re privilege concerns.
03/18/25	Austin Pennington	4.40	Review document for privilege and responsiveness (3.2); draft summaries re same (1.2).
03/18/25	Armando L. Prather	0.80	Prepare witness kit re depositions.
03/18/25	Armando L. Prather	1.20	Review, analyze documents re witness preparation.
03/18/25	Armando L. Prather	1.60	Review and analyze documents for privilege prior to production.
03/18/25	John R. Rhine	6.50	Review, analyze materials re depositions (3.2); conference with B. Arnault, K&E team re same (.5); review, analyze expert report (1.3); draft summary re same (1.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/18/25	Gregory B. Sanford	2.10	Telephone conference with J. Goldfine, K&E team, Lazard team, PH team re expert report (1.0); prepare for same (.2); review, analyze case correspondence from M. MacKay re deposition issues (.4); review and analyze deposition preparation issues and materials (.5).
03/18/25	Gracie Smith	2.60	Telephone conference with B. Arnault, K&E team re deposition preparation (.5); review, analyze materials re same (2.1).
03/18/25	Eric J. Tarosky	3.40	Research re stay of bankruptcy litigation pending settlement (1.4); draft summaries of interviews of Company executives (2.0).
03/18/25	Kyla Elise Taylor	5.90	Review, analyze documents for privilege (3.8); categorize documents re same (2.1).
03/18/25	Megan Kiku Trick	0.80	Research re condition precedents in contracts.
03/18/25	Luz Tur-Sinai Gozal	0.40	Telephone conference with J. Black, K&E team re adequate protection litigation.
03/18/25	Matthew Calloway Walker	1.40	Review, analyze correspondence from S. Henry and K&E team re privilege document review (.9); review, analyze correspondence from B. Mobbs and K&E team re witness deposition preparation (.3); review, analyze next steps re witness deposition (.1); telephone conference with M. Angarola re witness deposition preparation (.1).
03/18/25	Amber L. Whipkey	2.60	Prepare for depositions.
03/18/25	Jiange Xiao	1.50	Draft, revise timeline re key events.
03/18/25	Cara Yi	2.00	Review, analyze materials re deposition preparation (1.2); draft summary re same (.3); conference with B. Arnault, K&E team re same (.5).
03/18/25	Tyler Yoo	2.90	Review, analyze expert report (2.0); draft summary re same (.9).
03/18/25	Shaoyao Yu	0.90	Conference with M. MacKay, K&E team re document review.
03/18/25	Yi Zhang	1.30	Conference with B. Arnault, K&E team re witness preparation (.4); review, analyze documents re same (.9).
03/19/25	Max Joseph Abramson	0.40	Conference with B. Arnault, K&E team re witness preparation.
03/19/25	Michael Angarola	0.40	Conference with B. Arnault, K&E team re deposition strategy.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/19/25	Michael Angarola	11.10	Review and analyze documents for privilege (3.9); draft, revise summaries re same (3.8); redact documents re same (2.3); categorize documents re same (1.1).
03/19/25	Bill Arnault, P.C.	6.20	Telephone conference with board of Company re discovery requests (.6); telephone conference with M. Angarola, K&E team re witness preparation (.5); telephone conference with D. Balaram, K&E team re deposition (.5); prepare for same by reviewing outlines and key documents (2.5); telephone conference with M. McKane, J. Goldfine, S. Henry and M. Mackay re case and discovery (.3); review, analyze supplemental appeal (.6); review, analyze discovery emails (1.2).
03/19/25	Will Atnipp	4.30	Telephone conference with B. Arnault, K&E team re deposition preparations (.5); prepare deposition preparation kit (3.8).
03/19/25	Devika M. Balaram	0.50	Conference with B. Arnault, K&E team re deposition.
03/19/25	Devika M. Balaram	0.20	Correspond with A. Blackshear re document production.
03/19/25	Anna Therese Beavers	2.80	Conference with B. Arnault, K&E team re witness preparation (.5); review, analyze documents re same (2.3).
03/19/25	Magdalene Beck	2.20	Review, analyze documents re deposition.
03/19/25	Afi Blackshear	0.60	Correspond with D. Balaram re documentation production (.2); draft, review, revise expert preparation task list (.4).
03/19/25	Keaton Blazer	0.60	Prepare for witness preparation.
03/19/25	Danny Brown	7.90	Review and analyze documents for privilege (2.6); review and analyze documents re deposition preparation (3.9); draft outline for mock cross examination (1.4).
03/19/25	Christopher Buxton	0.60	Review, analyze documents for privilege.
03/19/25	Henry Caldwell	6.40	Analyze documents re deposition preparation (3.2); research re same (2.3); draft summary re same (.9).
03/19/25	Alexandra Card	0.30	Conference with B. Arnault, K&E team re deposition preparation.
03/19/25	Hacibey Catalbasoglu	0.50	Conference with B. Arnault, K&E team re witness preparation

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/19/25	Caitlin Dean	6.80	Review and analyze documents for privilege (3.2); draft summaries re same (2.5); redact documents re same (1.1).
03/19/25	Ashton Dubey	2.40	Review, analyze and code documents re privilege.
03/19/25	Carlos Estrada	8.40	Review document privilege (3.8); conference with A. Prather re deposition outline (.4); prepare for same (3.4); conference with B. Arnault, K&E team re deposition preparation meeting (.5); conference with P. Evangelatos re deposition outline (.3).
03/19/25	Peter Evangelatos	9.40	Research re deposition strategy (3.1); draft summary re same (2.2); analyze case materials re deposition preparation (3.8); conference with C. Estrada re same (.3).
03/19/25	Kaitie Farrell	4.40	Analyze first day declaration re deposition preparation (2.3); draft deposition preparation outline (2.1).
03/19/25	Kaitie Farrell	1.00	Review and analyze documents for privilege (.8); redact documents re same (.2).
03/19/25	Kaitie Farrell	0.80	Telephone conference with E. Kay, K&E team re deposition
03/19/25	Rebecca Finley	5.30	Review and analyze documents re privilege concerns (3.8); redact documents re same (1.0); draft summaries re same (.5).
03/19/25	Garrett Fox	2.80	Review and identify key documents re deposition.
03/19/25	Jeffrey Ross Goldfine	3.20	Telephone conferences with B. Arnault, S. Henry and K&E team re deposition preparation (2.2); review, analyze correspondence re settlement (.2); telephone conference with Ducera team re expert report (.2); telephone conference with M. McKane, B. Arnault, S. Henry and M. MacKay re litigation strategy (.4); correspond with B. Arnault, K&E team re Wartell investigation (.2).
03/19/25	Belle A. E. Harris	8.70	Review and analyze documents for responsiveness and privilege (3.7); redact documents re same (1.4); categorize documents re same (3.1); correspond with B. Arnault, M. MacKay, M. McNeil and E. Tarosky re preparation of witness deposition kit (.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/19/25	Grace Hartnett	5.70	Review, revise notes for Akin interviews (3.9); research re same (1.3); conference with B. Arnault, K&E team re strategy for preparing deposition (.5).
03/19/25	Shayne Henry	8.10	Conference with M. Mackay re document discovery (.5); correspond with N. Krishnan re offensive discovery (.3); locate additional materials as requested (.5); attend witness preparation meetings (1.0); respond to questions re privilege of documents (1.4); conference with M. McKane, K&E team re litigation strategy (.5); coordinate document discovery and witness preparation (3.9).
03/19/25	Maggie Houseknecht	0.10	Telephone conference with G. Sanford and S. Tidwell re key events timeline.
03/19/25	Maggie Houseknecht	1.10	Review document production.
03/19/25	Henry Huang	3.40	Coordinate to prepare documents for deposition review (1.6); coordinate to prepare documents for review (.7); review and analyze correspondence for attorney review (1.1).
03/19/25	Jeffrey M. Jacobsen	5.60	Review, analyze documents re deposition (3.0); review expert reports (2.6).
03/19/25	Tamarrian Johnson	0.20	Compile expert reports and reliance materials (.1); conference with U. Dike re same (.1).
03/19/25	Eric S. Kay	1.60	Review, analyze documents for production.
03/19/25	Eric S. Kay	0.50	Telephone conference with K. Farrell re deposition.
03/19/25	Kathleen Vera Kinsella	3.80	Draft outline re deposition (2.8); draft summary re same (.5); telephone conference with E. Kay, K&E team re same (.5).
03/19/25	Nikhil Rama Krishnan	5.70	Research, analyze issues re upcoming depositions (3.5); draft summaries re same (2.2).
03/19/25	Amiri A. Lampley	6.20	Conference with M. Mackay re document review (.7); conference with S. O'Connor re deposition kit (.5); analyze, review documents re deposition outline (3.6); review, revise outline re same (1.4).
03/19/25	Michael D. Lehavi	7.80	Review and analyze expert report (1.8)); review and analyze documents for deposition (3.9); draft summary re same (2.1).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/19/25	Chris Leveroni	9.40	Review, analyze responses re privileged documents (.6); analyze documents in anticipation of production re privilege (3.4); redact documents re same (3.0); review and update deposition kit materials (2.4).
03/19/25	Maddison Levine	0.50	Telephone conference with J. Goldfine, K&E team, franchise counsel re franchisee litigation issues.
03/19/25	Sean Lopez	10.00	Manage document review workflows (3.9); batch documents for quality control review (2.5); prepare daily quality control review metrics report (1.3); prepare deposition searches for witness (2.0); update fact development coding layout (.3).
03/19/25	James S. Lu	1.30	Review documents re privilege concerns.
03/19/25	Joshua J. Lustig	2.50	Conference with M. MacKay re document review (.8); review, analyze document review protocol (1.7).
03/19/25	Melanie MacKay	4.50	Review document workstream (3.2); draft, revise protocol re same (1.3).
03/19/25	Melanie MacKay	0.50	Conference with B. Arnault, K&E team re deposition kit.
03/19/25	Melanie MacKay	0.80	Train new associates re document review.
03/19/25	Melanie MacKay	0.70	Review, analyze summaries re quality control.
03/19/25	Melanie MacKay	0.50	Telephone conference with B. Arnault, K&E team re witness kit.
03/19/25	Melanie MacKay	0.50	Telephone conference with B. Arnault, K&E team re deposition kit.
03/19/25	Melanie MacKay	0.50	Telephone conference with B. Arnault, K&E team re another witness kit.
03/19/25	Melanie MacKay	0.30	Telephone conference with B. Arnault, K&E team re expert report.
03/19/25	Melanie MacKay	0.50	Telephone conference with S. Henry, K&E team re litigation strategy.
03/19/25	Melanie MacKay	1.20	Conference with A. Whipkey, K&E team re privilege and other coding.
03/19/25	Melanie MacKay	0.70	Review, analyze expert reports.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/19/25	Mark McKane, P.C.	3.30	Participate in conferences with B. Arnault, K&E team, Ducera and Alix re plan and settlement issues (1.8); assess potential components of global settlement and more limited settlement (.9); telephone conference with B. Arnault, K&E team re plan, settlement and schedule issues (.6).
03/19/25	Briana McNamara	1.80	Research re deposition.
03/19/25	Briana McNamara	0.80	Draft summaries re document review.
03/19/25	Briana McNamara	0.50	Review, analyze documents re privilege concerns.
03/19/25	Makala McNeil	1.30	Telephone conference with B. Arnault re witness preparation (.5); review and analyze materials re same (.8).
03/19/25	John Merle	6.30	Review, analyze documents re privilege concerns (3.2); redact documents re same (2.1); categorize documents re same (1.0).
03/19/25	Brent Daniel Mobbs	9.70	Review, analyze documents for privilege and responsiveness (3.9); redact documents re same (2.0); review and analyze documents re preparation for depositions (3.5); conference with K. Blazer and P. Evangelatos in preparation for depositions (.3).
03/19/25	Brian Nakhaimousa	0.20	Review research re adequate protection litigation.
03/19/25	Shane O'Connor	0.20	Telephone conference with M. Mackay and P. Evangelatos re witness preparation.
03/19/25	Shane O'Connor	0.30	Conference with A. Lampley re same.
03/19/25	Shane O'Connor	0.50	Telephone conference with B. Arnault, M. MacKay and P. Evangelatos same.
03/19/25	Shane O'Connor	0.20	Telephone conference with P. Evangelatos re same.
03/19/25	Shane O'Connor	2.00	Review, analyze documents re witness preparation.
03/19/25	Austin Pennington	3.40	Document review re privilege and responsiveness (2.0); draft summary re same (1.4).
03/19/25	Armando L. Prather	9.30	Review, analyze insurance policies re settlement issues (3.6); draft summary re same (2.4); review and analyze documents for preparing witness kit (2.7); review and analyze documents for privilege log (.6).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/19/25	John R. Rhine	5.60	Telephone conference with M. MacKay, K&E team re witness preparation (.5); prepare for same (.3); review litigation materials relevant to witness deposition preparation (3.8); further review, analyze same (1.0).
03/19/25	Gregory B. Sanford	1.00	Conference with S. Tidwell and M. Houseknecht re deposition preparation materials (.4); correspond with J. Xiao re deposition preparation materials (.3); correspond with M. MacKay and K&E team re preparation of deposition materials (.3).
03/19/25	Michael James Sitcawich	0.20	Analyze deposition witness kit.
03/19/25	Gracie Smith	2.00	Conference with M. MacKay re deposition preparation (.5); prepare for same (.2); review and analyze materials re same (1.3).
03/19/25	Eric J. Tarosky	7.50	Draft summaries of Akin interviews (3.6); further revise same (3.7); coordinate with G. Hartnett re the same (.2).
03/19/25	Kyla Elise Taylor	4.00	Telephone conference with M. MacKay, K&E team re witness preparation (.5); review and analyze materials re same (2.9); document searches for assigned topics (.6).
03/19/25	Samantha Tidwell	1.10	Draft initial FRG key events timeline.
03/19/25	Megan Kiku Trick	0.60	Conference with A. Beavers and G. Fox re deposition preparations (.5); review deposition materials (.1).
03/19/25	Matthew Calloway Walker	5.50	Correspond with S. Henry and K&E team re privilege document review (1.5); correspond with M. MacKay and K&E team re witness deposition preparation (.3); review, analyze documents re privilege (1.5); telephone conferences with M. Angarola re privilege document review (1.4); telephone conference with M. Angarola re witness deposition preparation (.1); telephone conference with B. Arnault and K&E team re witness deposition preparation (.4); telephone conferences with M. Angarola re witness deposition preparation (.3).
03/19/25	Joe Walter	2.70	Review and analyze document review protocol, privilege log protocol and relevant background materials (1.9); telephone conference with M. McKay re document review (.8).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/19/25	Amber L. Whipkey	2.70	Analyze discovery, case developments.
03/19/25	Jiange Xiao	6.30	Draft chronology re key documents (3.0); review and analyze materials re same (3.3).
03/19/25	Cara Yi	8.60	Review, analyze documents re privilege concerns (3.9); conference with B. Arnault, K&E team re deposition preparation (.8); draft witness outline (3.9).
03/19/25	Tyler Yoo	7.50	Review, analyze documents re privilege concerns (3.8); redact documents re same (1.3); conference with M. MacKay re witness deposition (.5); review, analyze documents re same (1.9).
03/19/25	Shaoyao Yu	0.70	Conference with B. Arnault, K&E team re deposition (.5); analyze materials re same (.2).
03/19/25	Yi Zhang	3.30	Review, analyze documents re deposition.
03/20/25	Max Joseph Abramson	1.70	Review and analyze documents for privilege (.5); conference with K&E team, C. Leveroni re deposition preparation (.2); research re same (1.0).
03/20/25	Michael Angarola	4.50	Review documents re privilege concerns (3.2); categorize documents re same (1.3).
03/20/25	Bill Arnault, P.C.	0.20	Correspond with PH re litigation matters.
03/20/25	Devika M. Balaram	4.50	Draft internal memorandum re appellate issues (3.7); research re same (.8).
03/20/25	Devika M. Balaram	0.50	Telephone conference with YC team re litigation status.
03/20/25	Anna Therese Beavers	4.30	Prepare witness outline for deposition (2.2); review and analyze documents for witness preparation (2.1).
03/20/25	Magdalene Beck	1.10	Review, analyze documents re deposition (.3); search database for relevant documents re same (.8).
03/20/25	Sloane Bessey	0.40	Review, analyze scheduling order re confidentiality provisions.
03/20/25	Afi Blackshear	3.50	Review, analyze materials re witness preparation (2.7); draft summary re same (.8).
03/20/25	Keaton Blazer	0.10	Analyze case record and documents re witness preparation.
03/20/25	Danny Brown	10.50	Review and analyze materials re deposition preparation (3.9); draft deposition outline (3.8); review and analyze documents re same (2.8).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/20/25	Christopher Buxton	2.10	Review and analyze documents for privilege logging and production.
03/20/25	Henry Caldwell	5.80	Evaluate documents re deposition preparation (3.0); draft deposition preparation kit outline (2.8).
03/20/25	Seth M. Cohen	7.90	Conference with D. Balaram, K&E team re appeal (1.0); conference with G. Hicks re same (1.0); research re same (3.5); draft summary re same (2.4).
03/20/25	Caitlin Dean	6.80	Analyze documents for production re privilege concerns (3.7); categorize documents re same (1.2); draft summary re same (1.9).
03/20/25	Uzo Dike	3.30	Prepare witness files (1.3); correspond with M. McKane, K&E team re same (.5); review, analyze strategic considerations re document review (.8); summarize notes re same (.5); conference with G. Hartnett re same (.2).
03/20/25	Ashton Dubey	2.70	Review and analyze materials re deposition.
03/20/25	Carlos Estrada	4.60	Review document re privilege concerns (2.7); draft summaries re same (1.9).
03/20/25	Peter Evangelatos	2.40	Analyze documents re deposition preparation.
03/20/25	Kaitie Farrell	2.40	Draft deposition preparation outline.
03/20/25	Kaitie Farrell	0.50	Telephone conference with C. Yi re deposition preparation.
03/20/25	Kaitie Farrell	1.30	Review and analyze documents for privilege.
03/20/25	Rebecca Finley	5.40	Review, analyze documents re privilege concerns (3.4); draft summaries re same (2.0).
03/20/25	Rebecca Finley	1.00	Redact documents re privilege.
03/20/25	Jeffrey Ross Goldfine	0.50	Telephone conference with N. Greenblatt, K&E team, Company re litigation matters, settlement.
03/20/25	Jeffrey Ross Goldfine	1.10	Telephone conference with J. Rhine, M. MacKay re deposition preparation (.4); review and analyze 1L letter (.3); review and analyze Freedom Group counter proposal (.2); strategize re Wartell investigation (.2).
03/20/25	Belle A. E. Harris	8.90	Review, analyze documents for responsiveness and privilege (3.9); redact documents re same (2.1); categorize documents re same (2.9).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/20/25	Grace Hartnett	5.40	Review, revise notes re Akin interview (3.4); review, analyze materials re same (2.0).
03/20/25	Shayne Henry	4.10	Coordinate document discovery (2.8); strategize re same (1.3).
03/20/25	George W. Hicks Jr., P.C.	6.00	Review and analyze record materials and prior briefing (3.4); research re same (.6); conference with S. Cohen and D. Balaram re appeal (1.0); telephone conference with S. Cohen re same (1.0).
03/20/25	Maggie Houseknecht	2.50	Review, analyze materials re key events timeline.
03/20/25	Maggie Houseknecht	3.30	Review document production.
03/20/25	Maggie Houseknecht	2.50	Revise key events timeline.
03/20/25	Maggie Houseknecht	0.80	Draft proposed responses re responsiveness and privilege.
03/20/25	Maggie Houseknecht	0.30	Review expert reports re preparation for deposition witness kits.
03/20/25	Tiffany Hu	0.50	Conference with M. Beck re deposition preparation.
03/20/25	Henry Huang	2.30	Prepare documents for deposition review.
03/20/25	Alex Ingoglia	0.80	Review document re privilege concerns.
03/20/25	Jeffrey M. Jacobsen	3.80	Review and analyze documents for depositions (2.6); review and analyze expert reports re same (1.2).
03/20/25	Kathleen Vera Kinsella	1.00	Revise mock cross outline re witness preparation.
03/20/25	Nikhil Rama Krishnan	3.40	Research issues re upcoming depositions (2.9); draft summary re same (.5).
03/20/25	Amiri A. Lampley	9.80	Review document re privilege concerns (3.8); redact documents re same (2.0); review, analyze materials re deposition kit (2.7); prepare same (1.3).
03/20/25	Michael D. Lehavi	7.30	Review and analyze documents re deposition (3.9); draft summary re same (2.3); research re same (1.1).
03/20/25	Chris Leveroni	7.80	Review, analyze privilege concerns (1.4); analyze documents in anticipation of production (2.6); redact documents re same (2.7); review, analyze materials in anticipation of deposition (1.1).
03/20/25	Maddison Levine	1.00	Telephone conference with B. Nakhaimousa, Ducera re franchisee issues.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/20/25	Mike Li	1.80	Assist on running searches re document review (.5); assist on updating layout, fields, STRs and highlighting sets in the workspace re same (.4); document review support (.6); assist on organizing folders and saved searches in the review platform (.3).
03/20/25	Sean Lopez	9.80	Manage various document review workflows (2.9); prepare daily quality control review metrics report (.6); batch documents for quality control review (1.5); perform analysis of generic privilege terms to cull potential review population (3.9); prepare deposition searches (.9).
03/20/25	Joshua J. Lustig	5.30	Conference with M. MacKay re deposition preparation (.5); conference with H. Caldwell, K. Taylor and B. McNamara re same (.5); prepare defensive deposition kits (3.8); analyze documents re same (.5).
03/20/25	Melanie MacKay	0.70	Conference with J. Lustig, K&E team re privilege categorization.
03/20/25	Melanie MacKay	1.30	Review and revise documents for production re quality control check,
03/20/25	Melanie MacKay	0.50	Conference with J. Lustig, K&E team re witness kit preparation.
03/20/25	Melanie MacKay	0.40	Conference with M. Houseknecht, K&E team re preparation of key events and documents.
03/20/25	Melanie MacKay	4.70	Review documents (3.2); review, revise privilege review protocol (1.1); conference with S. Henry, A. Whipkey re same (.4).
03/20/25	Mark McKane, P.C.	4.10	Conference with S. Cohen re appellate overview (.5); telephone conference with K&E team, Alix team re r potential settlement (.5); prepare for same (.3) assess portions of liquidation analysis (1.1); assess Freedom letters' proposal (.4); evaluate notes from management interviews (1.3).
03/20/25	Mark McKane, P.C.	0.60	Telephone conference with Ducera team, J. Goldfine, K&E team, Alix team re litigation, settlement status.
03/20/25	Briana McNamara	1.80	Review, analyze documents re privilege concerns.
03/20/25	Briana McNamara	0.30	Research re deposition preparation.
03/20/25	Briana McNamara	0.80	Draft summary re same.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/20/25	Makala McNeil	1.50	Review, analyze documents for responsiveness and privilege (1.1); redact documents re same (.4).
03/20/25	John Merle	8.60	Review, analyze documents re privilege (3.5); redact documents re same (2.1); draft summaries re same (2.2); categorize documents re same (.8)
03/20/25	Brent Daniel Mobbs	10.10	Review, categorize documents for privilege and responsiveness (3.7); redact documents re same (1.0); review, analyze materials re preparation for depositions (4.2); draft summary re same (1.2).
03/20/25	Shane O'Connor	0.30	Review, analyze list of witness deposition documents.
03/20/25	Shane O'Connor	0.20	Analyze produced correspondence re privilege review.
03/20/25	Austin Pennington	4.80	Review document re privilege concerns (3.4); conference with J. Rhine, K&E team re deposition kits next steps (.7); document searches re deposition kits (.7).
03/20/25	Armando L. Prather	6.60	Review, analyze documents for preparing witness kit (3.9); review, analyze documents for privilege log (2.7).
03/20/25	John R. Rhine	4.50	Conference with C. Leveroni, A. Pennington and M. Abramson re deposition (.7); review, analyze materials re same (3.8).
03/20/25	Gregory B. Sanford	1.90	Telephone conference with M. MacKay re strategy for deposition prep materials (.4); correspond with S. Tidwell and M. Houseknecht re deposition prep materials (.2); review and analyze deposition prep materials (1.3).
03/20/25	Gracie Smith	6.00	Review and analyze materials re deposition kit (3.9); draft summary re same (2.1).
03/20/25	Eric J. Tarosky	7.00	Draft summaries of Akin interviews (3.8); revise same (2.6); coordinate with G. Hartnett re the same (.6).
03/20/25	Kyla Elise Taylor	7.10	Review, analyze materials re deposition (3.0); searches for documents relevant to assigned topics (3.2); draft summary re same (.9).
03/20/25	Samantha Tidwell	6.20	Draft timeline (3.5); analyze documents re same (2.7).
03/20/25	Megan Kiku Trick	0.70	Review, analyze documents re deposition.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/20/25	Jacob Walker	1.20	Review and analyze documents re privilege concerns.
03/20/25	Matthew Calloway Walker	2.30	Correspond with S. Henry and K&E team re privilege document review (.2); correspond with J. Rhine re witness deposition preparation (.1); review, analyze documents re privilege document review (1.4); telephone conference with M. Angarola re privilege document review (.5); telephone conference with M. Angarola re witness deposition preparation (.1).
03/20/25	Joe Walter	3.30	Review, analyze documents re deposition preparation (3.1); conference with S. Yu re same (.2).
03/20/25	Amber L. Whipkey	2.10	Review, analyze discovery matters (1.2); correspond with B. Arnault, K&E team re strategy re same (.9).
03/20/25	Jiange Xiao	2.80	Review, analyze documents re document chronology (2.3); revise timeline re same (.5).
03/20/25	Cara Yi	3.60	Review, analyze relevant testimony re witness outline (3.1); conference with K. Farrell re same (.5).
03/20/25	Tyler Yoo	1.40	Document review re expert report.
03/20/25	Shaoyao Yu	5.30	Review, analyze materials re deposition preparation (3.2); draft summary re same (2.1).
03/21/25	Max Joseph Abramson	0.30	Research precedent re witness deposition preparation.
03/21/25	Michael Angarola	5.30	Review, analyze documents re privilege concerns (3.8); redact documents re same (1.5).
03/21/25	Bill Arnault, P.C.	1.10	Participate in telephone conference with Petrillo team re litigation status (.5); strategize re discovery and litigation (.6).
03/21/25	Will Atnipp	4.00	Review, analyze documents re deposition preparation (2.4); draft deposition preparation kit (1.6).
03/21/25	Devika M. Balaram	0.60	Review and analyze Gale complaint.
03/21/25	Anna Therese Beavers	1.30	Review, analyze documents for production (.7); prepare witness outline for deposition (.6).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/21/25	Magdalene Beck	2.50	Conference with T. Hu re deposition (.5); search database for relevant documents re same (1.8); draft summary re same (.2).
03/21/25	Afi Blackshear	1.30	Review and classify documents re privilege concerns.
03/21/25	Afi Blackshear	2.20	Redact documents re privilege concerns.
03/21/25	Keaton Blazer	0.30	Analyze case record and documents re witness preparation.
03/21/25	Danny Brown	4.60	Review and analyze materials re depositions (2.4); draft deposition outline (2.2).
03/21/25	Henry Caldwell	8.20	Evaluate documents re deposition preparation (3.7); draft deposition preparation kit (3.4); research re same (1.1).
03/21/25	Alexandra Card	3.20	Review, analyze documents re deposition.
03/21/25	Hacibey Catalbasoglu	5.40	Analyze documents for attorney-client privilege (3.8); redact documents re same (1.6).
03/21/25	Hacibey Catalbasoglu	0.80	Analyze interview notes re deposition preparation.
03/21/25	Caitlin Dean	4.50	Analyze documents for production (3.2); redact documents re same (1.3).
03/21/25	Uzo Dike	3.20	Review, revise appellate brief (.5); prepare appendix re same (.5); conference with YC re appellate appendix (.2); review, analyze materials re witness interviews (.6); conference with G. Hartnett and E. Tarosky re same (.2); review, analyze witness kits (1.2).
03/21/25	Ashton Dubey	2.20	Review and analyze materials re deposition.
03/21/25	Carlos Estrada	2.60	Review documents re privilege, relevance.
03/21/25	Peter Evangelatos	3.80	Telephone conference A. Lampley re deposition strategy (.6); prepare for same (1.1); analyze summaries of witness interviews (2.1).
03/21/25	Kaitie Farrell	6.20	Review and analyze testimony re deposition preparation outline (3.6); draft deposition outline (2.6).
03/21/25	Rebecca Finley	3.80	Review document for privilege concerns (3.0); redact documents re same (.8).
03/21/25	Garrett Fox	2.80	Review expert valuation reports re deposition.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/21/25	Jeffrey Ross Goldfine	1.00	Telephone conference with N. Greenblatt, M. McKane and K&E team re settlement proposals (.3); telephone conference with T. James re Gale litigation (.2); correspond with M. McKane, B. Arnault, PH team, K&E team re discovery (.3); strategize re Wartell investigation (.2).
03/21/25	Belle A. E. Harris	4.60	Review, analyze documents re responsiveness and privilege (3.8); redact documents re same (.8).
03/21/25	Grace Hartnett	5.80	Review, revise notes from Akin interviews (2.0); draft summaries re same (3.8).
03/21/25	Shayne Henry	3.30	Conference with M. Mackay re document discovery (.5); supervise discovery responses (.5); supervise witness prep teams (1); respond to questions re privilege review of documents (1.3).
03/21/25	Maggie Houseknecht	3.70	Perform quality control review re document production.
03/21/25	Maggie Houseknecht	0.10	Review, analyze privilege protocol.
03/21/25	Maggie Houseknecht	0.30	Correspond with G. Sanford, A. Dubey and K. Segawa re deposition outline preparation.
03/21/25	Tiffany Hu	1.40	Conference M. Beck re deposition kit strategy (.4); review and analyze production to determine top 50 documents re deposition kit (1.0).
03/21/25	Henry Huang	1.20	Prepare documents for review.
03/21/25	Jeffrey M. Jacobsen	3.70	Review, analyze documents re depositions (2.7); review, analyze expert reports (1.0).
03/21/25	Sarah Jones	2.70	Research re confirmation issues re adequate protection.
03/21/25	Joshua King	0.70	Review and analyze prior discovery requests re pending depositions.
03/21/25	Kathleen Vera Kinsella	0.30	Analyze interrogatories re deposition preparation.
03/21/25	Nikhil Rama Krishnan	5.80	Research issues re upcoming depositions (3.8); draft, summaries re same (2.0).
03/21/25	Amiri A. Lampley	10.40	Review document re privilege concerns (3.8); redact documents re same (1.2); prepare deposition kit (2.0); conference with P. Evangelatos re same (.2); conference with S. O'Connor re deposition kit (.2); draft deposition outline (3.0).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/21/25	Michael D. Lehavi	8.50	Review and analyze requests for production (2.4); review and analyze documents for deposition kit (3.1); research re same (3.0).
03/21/25	Chris Leveroni	7.40	Analyze documents in anticipation of production (3.3); redact documents re same (1.0); review, analyze documents re deposition (3.1).
03/21/25	Mike Li	4.80	Correspond with KLD team to resolve review platform login and permission issues (.3); assist on analyzing new documents (1.3); create saved searches for multiple searching requests (1.4); correspond with KLD review team re new batches for review (.6); correspond with KLD to process new data into review platform (.4); resolve issues re metadata issues (.3); create metrics reports (.5).
03/21/25	Sean Lopez	3.80	Manage document review workflows (2.3); batch documents for quality control review (1.0); prepare quality control review metrics report (.5).
03/21/25	Joshua J. Lustig	4.90	Prepare defensive deposition kits (3.2); research re same (1.7).
03/21/25	Melanie MacKay	1.70	Conference with team re privilege and other coding.
03/21/25	Melanie MacKay	4.70	Review documents, collection and production (3.6); conference with S. Henry, A. Whipkey re same (1.1).
03/21/25	Melanie MacKay	1.30	Review, revise documents re quality control check.
03/21/25	Mark McKane, P.C.	4.70	Address 1L letter to Company (.9); telephone conference with B. Arnault, K&E team re draft response (.4); assess valuation reports (2.3); address Pachulski demands re fraudulent transfer and plan (.6); address plan, settlement and scheduling issues with N. Greenblatt, J. Sussberg (.5).
03/21/25	Briana McNamara	3.80	Research re deposition preparation.
03/21/25	Makala McNeil	2.60	Research re deposition preparation.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/21/25	Brent Daniel Mobbs	8.90	Review, analyze documents re privilege and responsiveness (3.2); redact documents re same (3.1); categorize documents re same (1.9); conference with J. Walker re same (.2); review, analyze materials re same (.5).
03/21/25	Shane O'Connor	0.50	Review, analyze correspondence re witness deposition kits.
03/21/25	Austin Pennington	5.50	Review document re privilege (3.2); review document re deposition kit (1.1); draft, revise deposition outline (1.2).
03/21/25	Armando L. Prather	4.10	Review and analyze documents re privilege concerns (2.2); analyze documents re witness preparation (1.9).
03/21/25	Gregory B. Sanford	3.40	Correspond with A. Dubey, K. Segawa and M. Houseknecht re deposition outline (.3); review and analyze materials for deposition preparation documents (1.7); review and analyze discovery responses (.6); review and analyze expert opinion materials (.8).
03/21/25	Gracie Smith	9.00	Review, analyze materials re responsiveness and privilege (3.2); redact documents re same (3.1); categorize document re same (2.7).
03/21/25	Eric J. Tarosky	4.70	Correspond with M. Houseknecht re research of expert witnesses (.2); review and analyze materials sent by M. MacKay in support of preparing witness kits (.8); research re same (2.6); draft summaries of Akin interviews (1.1).
03/21/25	Kyla Elise Taylor	3.90	Review, analyze materials re witness kits.
03/21/25	Samantha Tidwell	1.80	Draft timeline re key events (1.1); research re same (.7).
03/21/25	Megan Kiku Trick	2.70	Review, analyze documents re deposition.
03/21/25	Jacob Walker	3.60	Review documents for production (3.4); coordinate with B. Mobbs and K. Blazer re general privilege questions (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/21/25	Matthew Calloway Walker	4.30	Correspond with S. Henry and K&E team re privilege document review (1.0); review, analyze documents re privilege document review (1.6); correspond with M. MacKay and E. Tarosky re witness deposition preparation (.4); telephone conferences with M. Angarola re privilege document review (.6); telephone conference with M. Angarola re witness deposition preparation (.7).
03/21/25	Joe Walter	1.00	Review, analyze documents re privilege (.8); redact documents re same (.2).
03/21/25	Amber L. Whipkey	1.80	Review, analyze potential issues and related strategy re discovery.
03/21/25	Jiange Xiao	1.90	Review and analyze documents re witness preparation (1.5); summarize same (.4).
03/21/25	Cara Yi	8.60	Draft, review, revise deposition mock cross-examination outline (3.6); review, analyze documents re same (2.2); research re same (2.8).
03/21/25	Tyler Yoo	5.20	Review document re privilege concerns (3.2); redact documents re same (.6); draft summary re same (1.4).
03/21/25	Shaoyao Yu	6.10	Review and analyze materials for production re privilege (3.7); redact documents re same (1.4); draft summary re same (1.0).
03/21/25	Yi Zhang	0.50	Review and analyze documents re deposition.
03/22/25	Michael Angarola	3.30	Conduct document review re privilege concerns.
03/22/25	Bill Arnault, P.C.	0.50	Review, analyze letter to 1Ls.
03/22/25	Henry Caldwell	1.30	Review, analyze documents for responsiveness.
03/22/25	Alexandra Card	3.60	Review, analyze documents re deposition.
03/22/25	Hacibey Catalbasoglu	1.30	Analyze and redact documents for attorney-client privilege.
03/22/25	Seth M. Cohen	3.80	Analyze appellate issues (1.8); research re same (1.0); conference with D. Balaram re same (1.0).
03/22/25	Ashton Dubey	1.60	Review and analyze materials re deposition.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/22/25	Jeffrey Ross Goldfine	1.10	Telephone conference with J. Sussberg, Company, K&E team re settlement (.2); review and analyze letter re same (.3); telephone conference with M. McKane, K&E team and Petrillo team re settlement status (.6).
03/22/25	Jeffrey M. Jacobsen	2.00	Review and analyze expert report (1.2); draft summary re same (.8)
03/22/25	Michael D. Lehavi	4.20	Review and analyze documents re deposition (3.2); draft summary re same (1.0).
03/22/25	Chris Leveroni	3.30	Analyze documents re privilege concerns (1.2); review, analyze material re deposition preparation (2.1).
03/22/25	Mark McKane, P.C.	2.30	Review and revise draft response to 1L ad hoc group (.7); telephone conference with the Company, J. Sussberg K&E team re settlement (.2); prepare for same (.6); conference with M. Levine, K&E team re litigation schedule (.2) telephone conference with J. Goldfine, K&E team, Petrillo team re settlement efforts and upcoming reports (.6).
03/22/25	Brian Nakhaimousa	0.20	Correspond with J. Black re adequate protection motion (.1); review, analyze revised letter to AHG (.1).
03/22/25	Armando L. Prather	7.30	Review, analyze documents re witness kit (3.8); draft outline re same (3.5).
03/22/25	Cara Yi	6.30	Draft mock cross-examination outline (3.6); research re same (2.7).
03/23/25	Michael Angarola	6.90	Conduct document review re privilege and responsiveness (3.9); redact documents re same (1.2); draft summary re same (1.8).
03/23/25	Will Atnipp	4.60	Draft deposition preparation kit (3.9); research re same (.7).
03/23/25	Anna Therese Beavers	1.90	Review, analyze documents for production re privilege.
03/23/25	Sloane Bessey	0.20	Review, analyze correspondence with M. Levine, K&E team re upcoming motion, objection deadlines and related pleadings.
03/23/25	Afi Blackshear	3.20	Review, analyze documents re witness deposition preparation.
03/23/25	Keaton Blazer	0.10	Analyze case record and documents re witness preparation.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/23/25	Danny Brown	3.30	Review and analyze materials re deposition preparation.
03/23/25	Henry Caldwell	9.40	Research for documents relevant to deposition (3.5); evaluate same for deposition preparation (2.2); draft deposition preparation kit outline (3.7).
03/23/25	Hacibey Catalbasoglu	3.60	Analyze and redact documents for attorney-client privilege.
03/23/25	Uzo Dike	2.00	Conference with S. Henry and B. Arnault re staffing and upcoming schedule (.2); review, analyze witness kit files (1.8).
03/23/25	Ashton Dubey	1.20	Review and analyze materials re deposition.
03/23/25	Shayne Henry	1.90	Respond to inquiries re privileged documents (.8); manage document review (.4); correspond with Covington re document review quality control searches (.3); correspond with U. Dike re paralegal work (.2); correspond with J. Rhine and D. Balaram re deposition kit (.2).
03/23/25	Jeffrey M. Jacobsen	2.50	Review, analyze documents re deposition.
03/23/25	Amiri A. Lampley	6.30	Review, analyze documents re deposition preparation.
03/23/25	Michael D. Lehavi	4.70	Review and analyze documents re deposition (3.8); draft summary re same (.9).
03/23/25	Chris Leveroni	2.80	Review, analyze documents re deposition (.8); analyze documents in anticipation of production re privilege concerns (2.0).
03/23/25	Melanie MacKay	0.50	Review witness kits.
03/23/25	Mark McKane, P.C.	2.30	Telephone conference with the Company re plan, settlement issues (.5); assess post-take private transfers (.6); evaluate expert reports (1.2).
03/23/25	Brent Daniel Mobbs	7.60	Review, categorize and redact documents for privilege and responsiveness (3.2); review, analyze materials re depositions (3.2); draft summary re same (1.2).
03/23/25	Austin Pennington	4.30	Review, analyze documents re privilege concerns (3.2); review, revise deposition kit (1.1).
03/23/25	Armando L. Prather	3.70	Review, analyze documents re witness kit (2.3); draft outline re same (1.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/23/25	Eric J. Tarosky	2.40	Draft summary of interview (1.5); review materials re same (.9).
03/23/25	Matthew Calloway Walker	3.70	Correspond with M. Angarola and K&E team re privilege document review (.8); review, analyze documents re privilege (2.2); telephone conference with M. Angarola re privilege document review (.3); telephone conference with M. Angarola re witness deposition preparation (.4).
03/23/25	Cara Yi	7.40	Draft deposition mock cross-examination outline (3.6); research re same (2.2); analyze documents re same (1.6).
03/23/25	Shaoyao Yu	5.90	Review and analyze documents re deposition preparation (3.2); draft deposition outline (2.7).
03/23/25	Yi Zhang	4.40	Review, analyze documents re deposition (3.0); draft summaries re same (1.4).
03/24/25	Max Joseph Abramson	3.80	Telephone conference with S. Lopez, K&E team re document review (.8); draft summary of relevant documents re deposition (3.0).
03/24/25	Michael Angarola	7.20	Telephone conference with S. Lopez, K&E team re document review (.8); review document re privilege concerns (3.8); redact documents re same (2.0); tag documents re same (.6).
03/24/25	Bill Arnault, P.C.	0.60	Draft correspondence re case, litigation and discovery.
03/24/25	Will Atnipp	2.40	Draft deposition preparation kit for witness.
03/24/25	Devika M. Balaram	7.00	Telephone conference with S. Lopez, K&E team re document review (.6); conference with H. Catalbasoglu, K&E team re review of text messages (.7); conference with S. Henry re core topics re deposition kit (.5); review, analyze documents re same (3.5); revise, draft deposition outline (1.7).
03/24/25	Anna Therese Beavers	0.60	Conference with S. Lopez, K&E team re document review.
03/24/25	Magdalene Beck	7.90	Search database for key documents relevant to deposition (2.6); draft summary re same (3.0); analyze documents re same (2.3).
03/24/25	Afi Blackshear	0.60	Review and classify documents re privilege concerns.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/24/25	Afi Blackshear	5.40	Review, classify and analyze documents re witness deposition memorandum (3.6); research re same (1.8).
03/24/25	Keaton Blazer	0.80	Analyze case record and documents re witness preparation.
03/24/25	Danny Brown	7.20	Review and analyze documents for privilege (3.0); review and analyze documents and background materials re deposition outline (2.2); draft deposition outline (2.0).
03/24/25	Christopher Buxton	0.80	Review and analyze documents for privilege.
03/24/25	Henry Caldwell	11.20	Research for documents relevant to deposition (2.4); evaluate same for deposition preparation (1.8); draft summaries re same (3.1); draft deposition preparation kit outline (3.9).
03/24/25	Alexandra Card	4.20	Review, analyze documents re deposition (3.2); conference with G. Smith, K&E team re important documents (1.0).
03/24/25	Hacibey Catalbasoglu	0.90	Telephone conference with S. Lopez re document review.
03/24/25	Hacibey Catalbasoglu	0.90	Review and analyze documents re deposition kit.
03/24/25	Hacibey Catalbasoglu	1.00	Analyze and review background materials re deposition kit.
03/24/25	Hacibey Catalbasoglu	1.60	Analyze and redact documents for attorney-client privilege.
03/24/25	Hacibey Catalbasoglu	0.80	Telephone conference with G. Hartnett, D. Balaram and A. Prather re privileged documents.
03/24/25	Hacibey Catalbasoglu	0.40	Telephone conference with S. Henry re deposition kit.
03/24/25	Hacibey Catalbasoglu	2.00	Review and analyze documents re responsiveness (1.6); draft summary re same (.4).
03/24/25	Uzo Dike	3.70	Draft, review, analyze witness kits (2.8); conference with S. Henry, J. King and M. MacKay re preparation for depositions (.4); conference with J. King re next steps (.5).
03/24/25	Ashton Dubey	4.30	Review and analyze materials re witness (1.3); review and revise deposition outline re same (2.5); conference with G. Sanford, K&E team re same (.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/24/25	Carlos Estrada	4.60	Draft deposition kit (3.2); research re same (1.4).
03/24/25	Peter Evangelatos	4.20	Review deposition outlines (3.2); review, analyze valuation expert reports (.8); draft outline of issues re same (.2).
03/24/25	Kaitie Farrell	6.10	Draft deposition outline (2.4); research documents to inform additional deposition topics (1.0); review and analyze interrogatory responses to inform additional deposition topics (.9); draft deposition outline based on document review and discovery responses (1.8).
03/24/25	Rebecca Finley	3.80	Review documents for privilege (3.0); categorize documents re same (.8).
03/24/25	Garrett Fox	12.10	Review and identify key documents re deposition (3.2); analyze documents re same (3.9); research re same (3.8); draft summaries re same (1.2).
03/24/25	Belle A. E. Harris	9.70	Review, analyze documents for responsiveness and privilege (4.1); redact documents re same (4.2); telephone conference with E. Tarosky re document review (1.0); conference with M. McNeil and E. Tarosky re deposition kit (.4).
03/24/25	Grace Hartnett	10.00	Conference with A. Prather, D. Balaram and H. Catalbasoglu re document review deposition (1.0); conference with S. Henry, K&E team re deposition (.5); review and analyze documents re deposition kit (3.1); research re same (3.2); revise deposition outline (2.2).
03/24/25	Shayne Henry	5.70	Conference with M. MacKay re document discovery (.5); conference with D. Balaram re witness prep (.5); conference with U. Dike, K&E team re depositions (.5); manage document discovery review and privilege logging (3.9); review, revise document review protocol (.3).
03/24/25	George W. Hicks Jr., P.C.	3.50	Review and analyze record materials re appeal.
03/24/25	Tiffany Hu	0.80	Research re deposition outline.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/24/25	Henry Huang	5.70	Review and analyze document metadata in preparation for review (1.3); coordinate to prepare documents for review (1.1); prepare documents for production (1.7); review and analyze search term reports in preparation for quality control review (1.6).
03/24/25	Sarah Jones	4.30	Research re adequate protection objection (3.9); draft summary re same (.4).
03/24/25	Joshua King	0.30	Telephone conference with U. Dike and S. Henry re deposition planning.
03/24/25	Joshua King	1.20	Review and organize prior discovery requests.
03/24/25	Joshua King	0.50	Telephone conference with M. MacKay re discovery.
03/24/25	Kathleen Vera Kinsella	0.20	Revise mock cross examination outline re deposition.
03/24/25	Nikhil Rama Krishnan	1.00	Research issues re upcoming depositions (.8); draft summary re same (.2).
03/24/25	Amiri A. Lampley	7.90	Review documents re deposition preparation (3.4); draft summary re same (2.5); prepare deposition kit (2.0).
03/24/25	Michael D. Lehavi	8.90	Review, analyze documents for production re privilege (3.9); draft summaries re same (2.0); redact documents re same (2.2); review, analyze document review protocol (.8).
03/24/25	Chris Leveroni	5.30	Analyze documents re privilege concerns (3.8); redact documents re same (1.0); conference with S. Lopez re depositions (.5).
03/24/25	Mike Li	2.70	Correspond with KLD team re discovery (.9); correspond with Alix team re same (.3); review materials re production (1.5).
03/24/25	Sean Lopez	9.80	Review document re privilege concerns (3.9); prepare quality control review metrics report (.7); prepare quality control review batches (1.5); revise materials re deposition preparation (1.0); review and analyze issue re discovery (1.0); further review document re privilege concerns (1.7).
03/24/25	James S. Lu	3.10	Review document re privilege concerns (2.6); redact documents re same (.5).
03/24/25	Joshua J. Lustig	4.50	Prepare deposition kits (3.2); research re same (.9); conference with B. McNamara, H. Caldwell and K. Taylor re same (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/24/25	Melanie MacKay	9.10	Review, analyze re document review and production (3.8); conference with A. Whipkey, S. Henry re same (.7); review coding re privileged documents (1.3); correspond with S. Henry, K&E team re document review (.4); review, analyze draft deposition kit (.7); correspond with K&E team re same (.6) telephone conference with S. O'Connor, K&E team re document review (.7); prepare for same (.9).
03/24/25	Mark McKane, P.C.	0.70	Draft summary re confirmation issues and next steps.
03/24/25	Briana McNamara	3.30	Review, analyze documents re privilege.
03/24/25	Briana McNamara	1.30	Research re deposition preparation.
03/24/25	Makala McNeil	6.40	Telephone conference with E. Tarosky re document review (1.0); review and analyze documents to prepare witness for deposition (2.2); review and analyze documents re deposition outline (3.2).
03/24/25	John Merle	2.40	Review, analyze documents re privilege (2.0); redact documents re same (.4).
03/24/25	Brian Messing	3.20	Review, analyze 1L lenders letter re confirmation (.9); revise confirmation outline (.9); draft objection to adequate protection motion (1.4).
03/24/25	Brent Daniel Mobbs	10.10	Review, analyze for privilege and responsiveness (3.5); draft summary re same (2.2); review, analyze materials in preparation for depositions (2.4); research re same (2.0).
03/24/25	Shane O'Connor	0.60	Telephone conference with M. MacKay re document review
03/24/25	Shane O'Connor	0.80	Review, analyze documents for witness prep deposition kit.
03/24/25	Austin Pennington	7.70	Telephone conference with E. Tarosky re document review (1.0); review document re privilege (3.6); redact documents re same (1.1); prepare deposition kit (2.0).
03/24/25	Armando L. Prather	11.90	Review, analyze documents re witness kit (3.8); research re same (3.1); draft summary re same (2.8); prepare witness kit (2.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/24/25	Emanuele Putrino	4.60	Review, analyze document privilege protocol material (1.6); telephone conference with M. MacKay re document review (.6); review, analyze document production for privilege and relevance (2.4).
03/24/25	John R. Rhine	2.30	Telephone conference with E. Tarosky re document review (1.0); review, analyze documents re case chronology (1.3).
03/24/25	Gregory B. Sanford	2.60	Conference with M. Houseknecht, K. Segawa, A. Dubey re depositions (.5); review Augustine prior testimony materials (2.1).
03/24/25	Michael James Sitcawich	0.70	Telephone conference with M. MacKay re document review.
03/24/25	Gracie Smith	9.00	Telephone conference with E. Tarosky re document review (1.0); review, analyze documents re deposition preparation (3.9); draft summaries re same (2.3); research re same (1.8).
03/24/25	Eric J. Tarosky	3.20	Telephone conference with T. Yoo, K&E team re document review (1.0); conference with M. McNeil and B. Harris re witness preparations (.5); prepare for same (.7); review document re witness kit (1.0).
03/24/25	Kyla Elise Taylor	6.90	Review, analyze documents re deposition outline (3.9); compile documents re same (2.2); draft summary re same (.8).
03/24/25	Samantha Tidwell	0.50	Revise timeline of key documents.
03/24/25	Megan Kiku Trick	5.40	Review, analyze documents re deposition (3.2); summarize same (2.2).
03/24/25	Luz Tur-Sinai Gozal	2.60	Analyze, summarize issues re 2L lender adequate protection motion (.7); correspond with J. Black re same (.2); review, revise adequate protection objection (1.7).
03/24/25	Jacob Walker	5.80	Review, analyze documents for privilege (3.2); redact documents re same (.6); draft summary re same (2.0).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/24/25	Matthew Calloway Walker	5.40	Correspond with M. Angarola and K&E team re privilege document review (1.3); correspond with S. Lopez re witness deposition preparation (.1); correspond with S. Lopez and E. Tarosky re witness deposition preparation (.2); review, analyze documents re privilege (2.4); telephone conference with S. Lopez and K&E team re witness deposition preparation (.6); telephone conference with M. Angarola re witness deposition preparation (.3); telephone conference with M. Angarola re privilege document review (.2); review, analyze OpCo Debtors amended responses to interrogatories (.3).
03/24/25	Joe Walter	6.80	Review, analyze documents re witness deposition preparation (3.8); draft summary re same (3.0).
03/24/25	Amber L. Whipkey	2.70	Review privilege analysis, production (1.8); correspond with M. MacKay re same (.9).
03/24/25	Jiange Xiao	1.00	Review and analyze documents re timeline (.4); revise timeline re same (.6).
03/24/25	Cara Yi	4.00	Review, analyze testimony re deposition preparation (2.1); draft summary re same (1.9).
03/24/25	Tyler Yoo	5.00	Review, analyze documents re privilege, relevance (4.2); redact documents re same (.8).
03/24/25	Yi Zhang	5.00	Review, analyze documents re deposition (3.6); draft summary re same (1.4).
03/25/25	Michael Angarola	1.70	Review document re privilege review batches re quality control check.
03/25/25	Bill Arnault, P.C.	0.70	Review and respond to correspondence re schedule and litigation.
03/25/25	Will Atnipp	2.00	Conference with P. Evangelatos re deposition preparation kit (.4); draft deposition preparation kit (1.6).
03/25/25	Anna Therese Beavers	3.00	Prepare outline for witness deposition (2.2); research re same (.8).
03/25/25	Anna Therese Beavers	0.40	Conference with G. Fox and M. Trick re deposition preparation.
03/25/25	Magdalene Beck	6.30	Search database for key documents relevant to deposition (3.8); draft summary re same (2.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/25/25	Afi Blackshear	1.40	Draft and finalize draft witness deposition kit.
03/25/25	Afi Blackshear	3.90	Draft witness deposition preparation kit.
03/25/25	Danny Brown	6.20	Telephone conference with W. Atnipp, K&E team re deposition (.5); review and analyze materials for Grubb deposition and draft outline (2.9); draft responses and objections to requests for production (2.3); review and analyze documents for privilege (.5).
03/25/25	Henry Caldwell	10.30	Finalize draft of deposition preparation kit outline re (3.4); research re same (3.2); draft summary re same (3.7).
03/25/25	Alexandra Card	3.20	Review, revise documents re deposition.
03/25/25	Hacibey Catalbasoglu	2.10	Analyze and redact documents for attorney-client privilege.
03/25/25	Hacibey Catalbasoglu	3.30	Review and analyze documents re deposition kit.
03/25/25	Uzo Dike	3.20	Review, analyze strategic considerations re document review (.5); conference with J. King and T. Johnson re same (.5); review, analyze, finalize witness kits (1.5); correspond with D. Balaram and S. Cohen re supplemental brief (.7).
03/25/25	Ashton Dubey	7.40	Review and analyze materials re deposition (3.1); review, revise deposition outline (3.8); telephone conference with K&E team, M. Houseknecht re same (.3); prepare for same (.2).
03/25/25	Carlos Estrada	8.30	Prepare deposition kit (3.8); analyze materials re same (2.3); research re same (2.2).
03/25/25	Peter Evangelatos	4.10	Review master deposition outline sections (2.3); telephone conference with K&E team, W. Atnipp re valuation issues (1.5); prepare for same (.3).
03/25/25	Kaitie Farrell	2.50	Revise deposition outline.
03/25/25	Kaitie Farrell	1.20	Review and analyze approximately documents for privilege.
03/25/25	Rebecca Finley	3.80	Review documents for privilege and responsiveness (3.0); redact documents re same (.8).
03/25/25	Garrett Fox	8.90	Review and revise deposition kit (3.8); review, analyze documents re same (2.3); draft summary re same (2.8).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	Jeffrey Ross Goldfine	0.40	Telephone conference with D. Hunter, Company, K&E team re litigation, settlement updates.
03/25/25	Jeffrey Ross Goldfine	0.60	Correspond with B. Arnault re schedule (.1); correspond with W&C team re same (.2); review, analyze issues re expert discovery (.3).
03/25/25	Belle A. E. Harris	8.40	Analyze expert report (2.1); draft summary re same (2.5); review, analyze documents re same (3.8).
03/25/25	Grace Hartnett	8.10	Review and analyze documents re deposition preparation (3.9); draft summary re same (3.9); conference with A. Prather re same (.3).
03/25/25	Shayne Henry	6.10	Conference with M. MacKay re document discovery (.5); correspond with Covington re privilege review of subpoena documents (.3); address inquiry from Akin re board materials (1.0); manage document discovery review and privilege logging (3.3); correspond with vendor reviewers re privilege inquiries (.8); correspond with H. Caldwell re deposition preparations (.2).
03/25/25	Maggie Houseknecht	0.30	Conference with A. Dubey and K. Segawa re draft deposition outline.
03/25/25	Maggie Houseknecht	1.30	Propose draft responses to questions from vendor review attorney team.
03/25/25	Maggie Houseknecht	0.20	Correspond with G. Sanford re expert report.
03/25/25	Maggie Houseknecht	2.90	Review document re privilege and responsiveness.
03/25/25	Tiffany Hu	12.10	Review, analyze and consolidate production for documents re deposition outline (3.9); draft summary re same (3.2); further analyze documents re same (1.6); draft deposition outline (2.4); correspond with M. Beck re strategy for deposition kit (1.0).
03/25/25	Henry Huang	10.40	Attend meeting with vendor re weekly status update (.5); prepare documents for production (3.1); correspond with M. MacKay and A. Whipkey re same (.4); prepare document production (1.2); review workflow (1.1); prepare review status report (1.5); coordinate to prepare documents for privilege review (2.6).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	Tamarrian Johnson	1.30	Update case materials and recent court filings for attorney review (1.1); conference with U. Dike re same (.2).
03/25/25	Joshua King	0.80	Review, revise notice of depositions.
03/25/25	Joshua King	0.50	Draft summaries of deposition statuses.
03/25/25	Joshua King	5.60	Review documents identified for potential use in planning and preparing for depositions (3.2); research re same (2.4).
03/25/25	Kathleen Vera Kinsella	1.90	Review, analyze documents and filings re deposition (.8); revise mock cross examination outline in preparation for same (1.1).
03/25/25	Nikhil Rama Krishnan	1.90	Research issues re upcoming depositions (1.4); draft summary re same (.5).
03/25/25	Amiri A. Lampley	9.70	Review document re privilege (3.5); redact documents re same (1.4); draft deposition outline (3.8); research re same (1.0).
03/25/25	Michael D. Lehavi	7.00	Review and analyze documents re deposition (1.7); draft summary re same (2.1); review and analyze documents for production re privilege concerns (3.2).
03/25/25	Sean Lopez	8.80	Manage document review workflows (2.9); prepare quality control review metrics report (2.8); prepare quality control review batches (1.5); create deposition preparation searches (1.6).
03/25/25	Joshua J. Lustig	5.80	Prepare, revise deposition kits (3.9); review, analyze materials re same (1.7); conference with H. Caldwell re same (.2).
03/25/25	Melanie MacKay	10.40	Review, analyze considerations re document review and production (3.3); correspond with A. Whipkey and S. Henry re same (.8); review, revise coding re production (2.1); correspond with S. Henry, K&E team re deposition kits (.3); review, analyze draft deposition kits (1.4); clear production conflicts (2.5).
03/25/25	Mark McKane, P.C.	3.00	Telephone conference re plan amendment and settlement issues (1.4); evaluate key documents identified in pending document reviews (1.2); correspond with J. Goldfine, K&E team re debtor settlement efforts (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	Briana McNamara	1.80	Review, analyze documents re privilege concerns.
03/25/25	Briana McNamara	2.00	Review, revise deposition outline (1.6); research re same (.4).
03/25/25	Makala McNeil	5.70	Research re deposition preparation (2.3); draft deposition outline (3.4).
03/25/25	John Merle	2.60	Review, analyze documents re privilege concerns.
03/25/25	Brian Messing	6.60	Correspond with L. Tur-Sinai Gozal re adequate protection outline (.2); review, revise adequate protection objection (3.7); review, analyze precedent re same (2.7).
03/25/25	Sofia Michael	1.00	Review and analyze case background materials re discovery requests (.6); draft summary re same (.4).
03/25/25	Brent Daniel Mobbs	9.10	Review, analyze documents for privilege and responsiveness (3.8); review, analyze materials preparation for depositions (3.3); draft summary re same (2.0).
03/25/25	Austin Pennington	5.40	Review, analyze documents re privilege concerns (3.2); redact documents re same (1.2); prepare materials re deposition (1.0).
03/25/25	Armando L. Prather	9.00	Review, analyze documents re witness preparation (3.7); research re same (2.1); draft witness preparation materials (3.2)
03/25/25	Emanuele Putrino	7.00	Review, analyze document review protocol (1.4); review, analyze document production for privilege and relevance (5.6).
03/25/25	Gregory B. Sanford	1.60	Review and revise draft materials for depositions.
03/25/25	Gracie Smith	8.00	Review, analyze documents re deposition preparation (3.6); draft deposition outline (3.2); research re same (1.2).
03/25/25	Eric J. Tarosky	3.50	Telephone conference with M. MacKay re deposition (.4); review, analyze documents re witness preparation outline (1.9); draft, revise witness preparation outline (1.2).
03/25/25	Kyla Elise Taylor	6.50	Review, analyze documents for production re quality control checks (3.9); compile, analyze documents for deposition kits (2.6).
03/25/25	Samantha Tidwell	1.10	Revise timeline of key events.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/25/25	Megan Kiku Trick	2.10	Review, analyze documents re deposition (1.6); conference with A. Beavers and G. Fox re same (.5).
03/25/25	Luz Tur-Sinai Gozal	5.10	Revise adequate protection objection draft (2.8); conference with J. Black, K&E team re workstream updates (.5); review, analyze case law pleadings re post-petition transaction requirement (.6); research statutory support re same (1.1); correspond with J. Black re same (.1).
03/25/25	Jacob Walker	1.10	Review, analyze documents re privilege concerns.
03/25/25	Matthew Calloway Walker	2.20	Correspond with M. Angarola and C. Estrada re privilege document review (.4); correspond with S. Henry re quality control document review (.1); review, analyze documents re privilege (1.7).
03/25/25	Joe Walter	5.00	Draft deposition outline (3.6); research re same (1.4).
03/25/25	Amber L. Whipkey	2.30	Manage, coordinate discovery workstream.
03/25/25	Cara Yi	9.20	Prepare, review deposition materials (.6); revise, review deposition outlines (3.2); draft summaries re same (2.6); revise mock cross-examination outlines (2.8).
03/25/25	Tyler Yoo	7.40	Draft, revise deposition outline (3.3); review, analyze documents re same (3.9); research re same (.2).
03/25/25	Shaoyao Yu	3.70	Draft deposition preparation outline.
03/25/25	Yi Zhang	2.30	Review and analyze documents for privilege.
03/26/25	Max Joseph Abramson	8.60	Draft deposition preparation materials (3.9); research re same (3.9); review, analyze documents re privilege concerns (.8).
03/26/25	Michael Angarola	7.40	Review and analyze investigation reports (3.5); review, analyze documents re privilege concerns (3.9).
03/26/25	Bill Arnault, P.C.	1.20	Telephone conference with M. McKane and N. Greenblatt re litigation status (.3); review and analyze director reports (.9).
03/26/25	Will Atnipp	4.00	Review and analyze documents re privilege concerns.
03/26/25	Anna Therese Beavers	0.70	Prepare, draft outline re deposition.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/26/25	Magdalene Beck	2.90	Research re deposition (2.5); draft summary re same (.4).
03/26/25	Afi Blackshear	4.40	Review and classify discovery requests to conduct quality control check.
03/26/25	Keaton Blazer	3.70	Review and analyze case record and documents re discovery requests.
03/26/25	Danny Brown	9.90	Draft, review, revise outline re Grubb deposition (3.9); finalize responses and objections to RFPs (3.2); correspond re service of same (.3); review, analyze potential issues, strategy re Grubb deposition (2.5).
03/26/25	Christopher Buxton	0.10	Review and analyze documents for privilege logging and production.
03/26/25	Henry Caldwell	9.80	Draft, revise deposition outline (3.7); draft cross-examination questions re witness preparation (2.3); review and analyze client documents re privilege (3.8).
03/26/25	Hacibey Catalbasoglu	2.10	Analyze and review documents re privilege concerns.
03/26/25	Uzo Dike	3.50	Prepare witness kits (2.1); review, revise documents re production (1.4).
03/26/25	Ashton Dubey	2.60	Review and analyze materials re deposition outline (1.3); review, revise same (1.3).
03/26/25	Carlos Estrada	7.10	Review, revise deposition outline (3.7); draft summary re same (1.2); review, analyze documents re privilege concerns (2.2).
03/26/25	Peter Evangelatos	5.20	Review, analyze deposition outlines (3.2); revise same (2.0).
03/26/25	Kaitie Farrell	0.20	Correspond with M. MacKay, K&E team re deposition preparation.
03/26/25	Rebecca Finley	3.60	Review document re privilege concerns (3.0); redact documents re same (.6).
03/26/25	Garrett Fox	4.10	Review and revise deposition outline (3.8); review, analyze documents re same (.3).
03/26/25	Houston Gao	3.00	Review and analyze documents for production (1.3); prepare documents for attorney review (1.7).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/26/25	Jeffrey Ross Goldfine	2.70	Telephone conference with, M. McKay, PH team, W&C team and PSZJ team re schedule (.1); telephone conference with S. Henry, Ducera team re expert report (.2); telephone conference with M. McKane, K&E team re discovery requests (.2); review and analyze expert reports (1.4); strategize re expert discovery (.8).
03/26/25	Mara L. Greenberg	1.10	Review, analyze documents re privilege concerns.
03/26/25	Belle A. E. Harris	9.90	Review, analyze documents re privilege concerns and responsiveness (3.9); redact documents re same (.5); review, analyze documents re expert reports (3.2); draft summaries re same (2.3).
03/26/25	Shayne Henry	6.80	Telephone conference with M. Mackay re discovery workstream (.5); conference with S. Michael re same (.6); correspond with M. MacKay re litigation schedule (.2); correspond with J. Goldfine, Ducera team re expert reports (.3); review, analyze expert reports (2.1); telephone conference with J. Goldfine, Ducera team re discovery requests (.2); manage discovery workstream (2.9).
03/26/25	Maggie Houseknecht	0.80	Review, analyze documents re privilege concerns.
03/26/25	Maggie Houseknecht	3.10	Review, analyze documents re privilege concerns (2.9); redact documents re same (.2).
03/26/25	Tiffany Hu	0.20	Review, analyze documents for privilege.
03/26/25	Henry Huang	8.50	Prepare documents for production (2.0); prepare documents for attorney review (3.6); prepare documents for witness preparation review (2.2); update production tracker and case documentation (.7).
03/26/25	Tamarrian Johnson	7.20	Revise deposition preparation outline (3.6); research re same (2.6); conference with U. Dike re same (.2); further draft, revise same (.8).
03/26/25	Eric S. Kay	0.80	Review, analyze documents re privilege concerns.
03/26/25	Eric S. Kay	5.60	Review, analyze documents re witness preparation (3.9); draft summary re same (1.7).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/26/25	Joshua King	1.50	Review, analyze deposition outline (1.3); research re same (.2).
03/26/25	Joshua King	1.60	Revise, update deposition summaries.
03/26/25	Kathleen Vera Kinsella	0.30	Review, analyze documents in preparation for deposition.
03/26/25	Nikhil Rama Krishnan	1.90	Research re upcoming depositions (1.5); draft summary re same (.4).
03/26/25	Amiri A. Lampley	3.80	Review, analyze documents re privilege concerns (3.6); redact documents re same (.2).
03/26/25	Michael D. Lehavi	8.40	Conference with J. Jacobsen and Z. Yi re deposition preparation (.2); review and analyze hearing transcripts re same (1.6); review and analyze documents for production re privilege concerns (3.9); draft summaries re same (2.7).
03/26/25	Chris Leveroni	3.50	Review, analyze documents re deposition (1.2); draft, revise deposition outline (2.3).
03/26/25	Mike Li	4.50	Review, revise searches re document review platforms (2.2); coordinate with S. Lopez re same (.2); coordinate with vendor re updating document review searches (2.1).
03/26/25	Sean Lopez	8.80	Manage document review workflows (3.9); prepare quality control review metrics reports (2.6); prepare deposition searches for associates (1.5); revise privilege search term report (.8).
03/26/25	Joshua J. Lustig	2.40	Revise, review deposition outline.
03/26/25	Joshua J. Lustig	1.00	Review, analyze document review and privilege protocols (.3); review, analyze documents re privilege concerns (.7).
03/26/25	Melanie MacKay	8.10	Telephone conference with PH team re appellate coordination (.5); telephone conference with W&C team re same (.4); review document review and production (3.2); correspond with A. Whipkey and S. Henry re same (.3); review, analyze draft deposition kits (3.7).
03/26/25	Mark McKane, P.C.	3.10	Telephone conference with witness re upcoming deposition (1.5); assess, review independent director reports (1.1); conference with B. Arnault, J. Goldfine re same (.5).
03/26/25	Briana McNamara	2.00	Research re deposition preparation.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/26/25	John Merle	5.90	Review, analyze documents re privilege concerns (3.8); draft, revise summaries re same (2.1).
03/26/25	Brian Messing	3.10	Review, revise adequate protection objection (2.8); correspond with J. Black, L. Tur-Sinai Gozal re same (.3).
03/26/25	Sofia Michael	1.00	Review and analyze discovery requests (.7); conference with S. Henry re same (.3).
03/26/25	Brent Daniel Mobbs	9.10	Review, analyze documents re privilege concerns (3.8); telephone conference with A. Whipkey, K&E team re discovery workstream (.5); draft, revise deposition outline (3.6); draft summary re same (1.2).
03/26/25	Shane O'Connor	2.60	Review, analyze documents re privilege concerns.
03/26/25	Austin Pennington	9.20	Review, analyze documents re privilege concerns (3.7); redact documents re same (.4); review, analyze documents re deposition outline (2.2); revise deposition outline (2.9).
03/26/25	Armando L. Prather	6.70	Review, analyze documents re privilege concerns (3.9); revise summaries re same (1.6); redact documents re same (1.2).
03/26/25	Emanuele Putrino	1.50	Review, analyze document production for privilege and relevance.
03/26/25	John R. Rhine	5.40	Review, analyze documents re privilege concerns (3.3); revise witness preparation outlines (2.1).
03/26/25	Gracie Smith	8.00	Review, analyze documents re privilege concerns (3.9); categorize documents re same (.5); redact documents re same (1.8); draft summaries re same (1.8).
03/26/25	Eric J. Tarosky	2.50	Draft deposition outline (2.1); research re same (.4).
03/26/25	Eric J. Tarosky	3.00	Review documents marked as privileged.
03/26/25	Kyla Elise Taylor	7.70	Review, analyze documents re privilege concerns (3.8); draft deposition outline (3.9).
03/26/25	Megan Kiku Trick	2.30	Review, analyze documents re privilege concerns.
03/26/25	Luz Tur-Sinai Gozal	4.00	Revise adequate protection objection draft (3.8); correspond with J. Black, B. Messing re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/26/25	Jacob Walker	5.40	Review, analyze documents re privilege concerns (3.8); redact documents re same (.4); categorize documents re same (1.2).
03/26/25	Matthew Calloway Walker	3.90	Telephone conference with M. Angarola re witness deposition preparation (.3); telephone conferences with M. Angarola re privilege document review (.9); review, analyze correspondence from J. Rhine and K&E team re witness deposition preparation (.3); correspond with M. Angarola and K&E team re document review (.4); review, analyze documents re privilege (2.0).
03/26/25	Amber L. Whipkey	1.70	Review, revise summaries re document production (1.2); telephone conference with D. Balaram, K&E team re discovery workstream (.5).
03/26/25	Jiange Xiao	0.80	Review and analyze documents re privilege concerns.
03/26/25	Cara Yi	2.10	Review and redact privileged material in board documents (1.0); review and outline valuation issues re deposition (1.1).
03/26/25	Tyler Yoo	4.90	Review and analyze documents re deposition outline (2.5); draft, revise deposition outline (2.4).
03/26/25	Yi Zhang	3.80	Review and analyze documents re deposition outline.
03/27/25	Max Joseph Abramson	5.10	Draft deposition outline (3.6); review, analyze documents re same (1.5).
03/27/25	Michael Angarola	6.10	Review, analyze documents for production (3.6); redact documents re same (.5); categorize documents re same (2.0).
03/27/25	Bill Arnault, P.C.	0.60	Review, analyze expert reports.
03/27/25	Will Atnipp	2.00	Draft deposition preparation outline.
03/27/25	Devika M. Balaram	0.70	Draft and circulate meeting minutes to appellate team.
03/27/25	Devika M. Balaram	0.50	Telephone conference with A. Whipkey, K&E team re discovery requests.
03/27/25	Anna Therese Beavers	3.70	Review, analyze documents re privilege concerns and responsiveness.
03/27/25	Magdalene Beck	10.60	Review, analyze documents re deposition (3.6); research re same (3.2); draft, revise deposition outline (3.8).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/27/25	Afi Blackshear	3.10	Review documents prepared for production.
03/27/25	Keaton Blazer	0.10	Analyze case record and documents re witness preparation.
03/27/25	Danny Brown	10.20	Review and analyze background materials and materials re deposition outline (2.5); review, analyze expert reports re same (3.8); draft deposition outline (3.9).
03/27/25	Christopher Buxton	2.50	Review and analyze independent director reports.
03/27/25	Henry Caldwell	0.80	Review, analyze documents re privilege concerns.
03/27/25	Hacibey Catalbasoglu	4.60	Analyze and review documents re privilege concerns (3.9); redact documents re same (.7).
03/27/25	Hacibey Catalbasoglu	0.90	Review and analyze pleadings and background materials re deposition outline.
03/27/25	Paige S. Comparato	2.90	Analyze, revise, correspond, finalize and file notice of stay for Pinellas County, Florida case.
03/27/25	Uzo Dike	5.80	Review, analyze documents re quality control check (2.0); review, revise quality control summaries (1.6); produce requested documents to parties in interest (1.9); correspond with W&C team re production letters (.3).
03/27/25	Ashton Dubey	1.90	Review, revise deposition outline.
03/27/25	Carlos Estrada	7.40	Draft, revise deposition outline (3.5); review, analyze documents re privilege concerns (3.9).
03/27/25	Peter Evangelatos	6.40	Telephone conference with J. Goldfine, K&E team re litigation status (.5); prepare for same (.4); revise, review deposition outline (3.6); research re same (1.9).
03/27/25	Kaitie Farrell	6.10	Conduct document review re privilege concerns (3.8); redact documents re same (1.2); draft, update summaries re same (1.1).
03/27/25	Rebecca Finley	3.70	Review documents re privilege concerns (3.0); redact documents re same (.7).
03/27/25	Garrett Fox	3.10	Review, analyze documents re privilege concerns.
03/27/25	Houston Gao	3.80	Review and analyze final production of documents for discovery.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/27/25	Jeffrey Ross Goldfine	1.50	Review and analyze expert report (1.0); telephone conference with M. McKane, S. Henry and K&E team re litigation strategy (.5).
03/27/25	Jeffrey Ross Goldfine	1.10	Telephone conference with D. Hunter, K&E team, PH team re litigation, settlement updates (.5); telephone conference with N. Greenblatt, K&E team, Company re same (.6).
03/27/25	Belle A. E. Harris	9.60	Review, analyze expert report (3.6); review, analyze documents re same (3.2); draft summary re same (1.0); draft deposition outline (1.8).
03/27/25	Shayne Henry	8.90	Conference with M. MacKay re document discovery (.5); conference with B. Arnault re depositions (.6); review and analyze independent director reports (3.9); coordinate document review and privilege logging (2.9); review and analyze witness outline draft (1.0).
03/27/25	Maggie Houseknecht	0.80	Review, analyze documents re privilege concerns.
03/27/25	Maggie Houseknecht	0.30	Research re expert report.
03/27/25	Maggie Houseknecht	2.00	Review, analyze documents re quality control and responsiveness.
03/27/25	Tiffany Hu	3.50	Review, analyze documents re privilege concerns.
03/27/25	Henry Huang	6.90	Prepare documents for attorney review (2.7); prepare documents for production (3.6); coordinate delivery of production to W&C team (.6).
03/27/25	Tamarrian Johnson	2.50	Prepare, finalize documents cited in deposition outlines (2.4); conference with U. Dike re same (.1).
03/27/25	Tamarrian Johnson	5.40	Review, analyze findings re Wartell investigation (3.9); summarize same (.9); conference with U. Dike re same (.6).
03/27/25	Joshua King	1.30	Summarize discovery requests.
03/27/25	Joshua King	2.00	Draft, revise deposition outline (1.6); research re same (.4).
03/27/25	Kathleen Vera Kinsella	1.10	Telephone conference with N. Krishnan, K&E team re deposition preparation (.5); review, analyze documents in preparation for deposition (.6).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/27/25	Nikhil Rama Krishnan	4.00	Review, analyze documents re upcoming depositions (3.5); telephone conference with K. Kinsella, K&E team re deposition planning (.5).
03/27/25	Amiri A. Lampley	7.80	Review, analyze documents re privilege concerns and responsiveness (3.5); prepare deposition outline (3.3); review, analyze independent director investigations (1.0).
03/27/25	Michael D. Lehavi	7.20	Review, analyze documents re privilege concerns (3.7); review, analyze expert reports (3.5).
03/27/25	Chris Leveroni	4.40	Review, analyze documents re deposition preparation (2.6); draft summary re same (.8); review, analyze documents for production (1.0).
03/27/25	Mike Li	2.60	Prepare documents for review and production (2.1); review, revise quality control procedures (.5).
03/27/25	Sean Lopez	11.00	Oversee document review workflows (3.9); prepare quality control review metrics reports (3.5); prepare quality control review batches (2.1); prepare document searches for deposition preparation (1.5).
03/27/25	Joshua J. Lustig	6.70	Review, revise documents for production (3.9); prepare documents re same (1.3); prepare deposition kits (1.5).
03/27/25	Melanie MacKay	9.70	Review document production (3.8); review, analyze summaries re same (3.2); correspond with A. Whipkey and S. Henry re same (.2); review, analyze draft deposition outlines (2.5).
03/27/25	Mark McKane, P.C.	5.30	Analyze expert reports (1.3); conference with B. Arnault, J. Goldfine re same (.4); telephone conference with the Company re litigation strategy (.4); prepare for same (1.8); telephone conference with J. Goldfine, K&E team re deposition preparation (.5); prepare for same (.9).
03/27/25	Briana McNamara	1.30	Review, analyze documents re privilege concerns.
03/27/25	Briana McNamara	0.80	Revise deposition outline.
03/27/25	Makala McNeil	5.70	Review and analyze documents re deposition preparation (3.2); research re same (2.5).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/27/25	John Merle	5.40	Review, analyze documents re privilege concerns (3.9); draft summary re same (.5); redact documents re same (1.0).
03/27/25	Sofia Michael	1.90	Review, analyze documents re privilege concerns (1.5); redact documents re same (.4).
03/27/25	Brent Daniel Mobbs	9.00	Review, analyze documents re privilege concerns (3.9); draft summaries re same (1.1); redact documents re same (2.2); revise summaries re same (1.8).
03/27/25	Shane O'Connor	1.60	Review, analyze documents re privilege concerns.
03/27/25	Sarah Osborne	0.40	Telephone conference with M. Levine, K&E team, PH team re settlement updates.
03/27/25	Austin Pennington	10.80	Review, analyze expert reports (3.9); draft summaries re same (2.2); draft deposition outline (3.6); research re same (1.1).
03/27/25	Armando L. Prather	5.40	Review, analyze documents re privilege concerns (3.8); redact documents re same (1.6).
03/27/25	Emanuele Putrino	5.30	Review, analyze documents re privilege concerns and responsiveness (3.7); redact documents re same (1.0); draft summaries re same (.6).
03/27/25	John R. Rhine	5.60	Analyze expert reports (3.7); draft summaries re same (1.9).
03/27/25	Gracie Smith	6.00	Draft witness preparation outline (3.9); analyze and review documents re same (2.1).
03/27/25	Eric J. Tarosky	2.60	Review, analyze expert report (2.1); draft summary re same (.5).
03/27/25	Kyla Elise Taylor	8.10	Review, analyze documents re privilege concerns (3.2); draft, revise witness preparation outlines (3.8); analyze documents re same (1.1).
03/27/25	Megan Kiku Trick	1.90	Review, analyze documents re privilege concerns.
03/27/25	Luz Tur-Sinai Gozal	5.50	Revise adequate protection objection (2.8); outline argument re same (2.4); correspond with J. Black re same (.1); conference with B. Messing re same (.2).
03/27/25	Jacob Walker	4.40	Review, analyze documents re privilege concerns (3.2); review, analyze Akin and Petrillo reports re privilege review and witness preparation (1.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/27/25	Matthew Calloway Walker	0.80	Correspond with S. Lopez and K&E team re privilege document review.
03/27/25	Matthew Calloway Walker	0.30	Telephone conference with J. Rhine and A. Prather re witness deposition preparation.
03/27/25	Matthew Calloway Walker	3.00	Review, analyze documents re privilege.
03/27/25	Matthew Calloway Walker	0.20	Telephone conference with M. Angarola re witness deposition preparation.
03/27/25	Matthew Calloway Walker	0.90	Correspond with J. Rhine and K&E team re witness deposition preparation.
03/27/25	Joe Walter	2.30	Review, analyze and tag documents re privilege log review.
03/27/25	Amber L. Whipkey	3.40	Review, revise deposition outlines.
03/27/25	Jiange Xiao	4.30	Review, analyze documents re privilege concerns and responsiveness (3.9); redact documents re same (.4).
03/27/25	Cara Yi	8.20	Review, revise deposition outlines (3.8); review, revise summaries re same (2.5); draft cross examination outline re witness preparation (1.9).
03/27/25	Tyler Yoo	7.40	Review, analyze documents re deposition preparation (3.5); revise deposition outline (3.9).
03/27/25	Shaoyao Yu	1.30	Review, analyze documents re privilege concerns.
03/27/25	Yi Zhang	5.30	Review, analyze documents re privilege concerns (2.5); review, revise deposition outline (2.8).
03/28/25	Max Joseph Abramson	6.80	Review, analyze documents re witness preparation (3.3); draft deposition outline (3.0); conference with witness re deposition preparation (.5).
03/28/25	Michael Angarola	6.30	Review, analyze documents re privilege concerns (3.9); draft summary re same (.8); redact documents re same (1.6).
03/28/25	Bill Arnault, P.C.	0.90	Review and analyze discovery and litigation issues.
03/28/25	Will Atnipp	1.80	Draft deposition preparation outline.
03/28/25	Devika M. Balaram	1.90	Review, analyze expert reports.
03/28/25	Anna Therese Beavers	0.20	Review, analyze correspondence from S. Tidwell re document review.
03/28/25	Magdalene Beck	2.90	Research re deposition outline.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/28/25	Afi Blackshear	0.70	Revise and draft witness deposition memorandum.
03/28/25	Keaton Blazer	1.60	Review, analyze documents re privilege concerns.
03/28/25	Danny Brown	13.20	Review and analyze documents re privilege concerns (3.9); redact documents re same (2.1); draft summaries re same (1.4); revise deposition outline (3.8); research re same (2.0).
03/28/25	Christopher Buxton	3.30	Conference with M. Angarola re deposition preparation (.5); review and analyze documents re privilege concerns (2.8).
03/28/25	Henry Caldwell	1.40	Review, analyze documents re privilege concerns.
03/28/25	Alexandra Card	5.00	Review, analyze documents re document privilege review (3.9); further review, analyze same, related issues re same (1.1).
03/28/25	Hacibey Catalbasoglu	1.30	Draft, revise deposition outline.
03/28/25	Hacibey Catalbasoglu	4.20	Review, analyze documents re privilege concerns (3.7); redact documents re same (.5).
03/28/25	Caitlin Dean	4.30	Review, analyze documents re privilege concerns (3.9); redact documents re same (.4).
03/28/25	Uzo Dike	4.70	Prepare witness kits (3.2); review, analyze materials re discovery and production (1.5).
03/28/25	Ashton Dubey	0.40	Review, revise deposition outline.
03/28/25	Carlos Estrada	6.80	Review, analyze documents re privilege concerns.
03/28/25	Peter Evangelatos	2.60	Analyze expert reports.
03/28/25	Kaitie Farrell	4.70	Draft, revise deposition outline (3.6); research re same (1.1).
03/28/25	Kaitie Farrell	2.70	Review, analyze documents re privilege concerns.
03/28/25	Rebecca Finley	5.40	Review, analyze documents re privilege concerns and responsiveness (3.9); draft summaries re same (.5); redact documents re same (1.0).
03/28/25	Garrett Fox	6.10	Review, analyze documents re privilege concerns (3.6); redact documents re same (2.2); draft summary re same (.3).
03/28/25	Jeffrey Ross Goldfine	0.80	Telephone conference with N. Greenblatt, Company re settlement (.4); review and analyze litigation stipulation (.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/28/25	Belle A. E. Harris	9.20	Review, analyze documents re responsiveness and privilege concerns (3.9); redact documents re same (2.3); draft summaries re same (1.1); further review, analyze documents re same (1.9).
03/28/25	Grace Hartnett	1.80	Review, analyze documents re privilege concerns.
03/28/25	Shayne Henry	7.80	Conference with M. MacKay re document discovery (.5); conference with M. MacKay and A. Whipkey re litigation strategy (1.3); conference with M. MacKay, K&E team re document review (1.0); revise, review responses to privilege inquiries (2.1); manage document discovery and privilege logging (2.9).
03/28/25	Tiffany Hu	7.40	Review, analyze documents re privilege concerns.
03/28/25	Henry Huang	3.10	Prepare documents for review.
03/28/25	Alex Ingoglia	4.20	Review, analyze documents re privilege concerns (3.7); draft summary re same (.5).
03/28/25	Jeffrey M. Jacobsen	3.80	Review, revise deposition outline.
03/28/25	Tamarrian Johnson	4.00	Compile recent court filings for attorney review (3.4); conference with U. Dike re same (.6).
03/28/25	Eric S. Kay	4.40	Review, analyze documents re privilege concerns (3.9); redact documents re same (.5).
03/28/25	Eric S. Kay	3.60	Review, analyze documents for Orlofsky witness kit.
03/28/25	Joshua King	2.10	Draft, revise summaries re document review and production.
03/28/25	Kathleen Vera Kinsella	0.70	Analyze documents re deposition.
03/28/25	Amiri A. Lampley	9.30	Review, analyze documents re privilege concerns (3.8); revise deposition outline (3.9); research re same (1.6).
03/28/25	Michael D. Lehavi	7.90	Conference with M. MacKay re deposition outline (.2); review and analyze expert reports (3.8); review, analyze documents re privilege concerns (3.9).
03/28/25	Chris Leveroni	7.30	Draft, revise witness preparation outline (3.9); review, analyze documents re same (3.4).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/28/25	Mike Li	2.80	Conference with M. MacKay, K&E team re document review (1.5); coordinate document review process (1.3).
03/28/25	Sean Lopez	9.00	Prepare metrics reports re document review (2.6); manage document review workflows (3.9); correspond with M. MacKay re same (.1); prepare documents for review (1.1); prepare documents for production (1.3).
03/28/25	James S. Lu	0.50	Review, analyze documents re privilege concerns.
03/28/25	Joshua J. Lustig	5.10	Review, analyze documents for production re quality control check.
03/28/25	Melanie MacKay	9.10	Correspond with M. Li, K&E team re document review (1.5); manage document review and production (3.2); review, analyze summaries re document review (3.1); correspond with S. Henry and A. Whipkey re same (.6); review, analyze deposition outlines (.7).
03/28/25	Mark McKane, P.C.	4.50	Telephone conference with W&C team, N. Greenblatt, K&E team re settlement (2.0); prepare for same (.3); address timing and terms of potential plan amendments re effects on litigation (1.4); address confirmation discovery state issues (.6); conference with J. Sussberg, N. Greenblatt re same (.2).
03/28/25	Briana McNamara	0.80	Research re deposition preparation.
03/28/25	Briana McNamara	5.50	Review, analyze documents re privilege concerns (3.9); categorize documents re same (.8); draft summary re same (.8).
03/28/25	John Merle	7.30	Review, analyze documents re privilege concerns and responsiveness (3.0); redact documents re same (.7); further review, analyze documents re same (3.6).
03/28/25	Brian Messing	4.10	Revise pointer-counterpoint analysis re adequate protection motion (3.1); correspond with J. Black, K&E team re same (.4); draft work in process tracker re confirmation issues (.6).
03/28/25	Sofia Michael	0.10	Review and analyze correspondence re litigation issues.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/28/25	Brent Daniel Mobbs	9.00	Review, analyze documents re privilege concerns (3.9); redact documents re same (2.3); further review, analyze documents re same (2.8).
03/28/25	Brian Nakhaimousa	0.20	Conference with M. Levine, K&E team re appeal.
03/28/25	Shane O'Connor	1.90	Review, analyze documents re privilege concerns.
03/28/25	Austin Pennington	7.20	Review, analyze documents re privilege concerns (3.5); draft deposition outline (3.7).
03/28/25	Armando L. Prather	6.40	Review, analyze documents re privilege concerns and responsiveness (3.6); draft summaries re same (1.9); redact documents re same (.9).
03/28/25	John R. Rhine	5.10	Review, analyze documents re witness preparation (3.2); draft cross examination re same (1.9).
03/28/25	Gracie Smith	7.60	Review, analyze documents re deposition outline (3.0); draft deposition outline (3.7); research issues re same (.9).
03/28/25	Eric J. Tarosky	5.90	Review, analyze documents re privilege concerns (3.1); review, analyze documents re quality control check (2.8).
03/28/25	Eric J. Tarosky	2.00	Draft witness preparation outline (1.6); review, analyze expert reports re same (.4).
03/28/25	Kyla Elise Taylor	5.20	Review, analyze documents re privilege concerns (3.1); draft deposition outline (2.1).
03/28/25	Ishaan G. Thakran	1.80	Review, analyze adequate protection motion, related pleadings (1.0); conference with B. Messing re same (.3); research re same (.5).
03/28/25	Samantha Tidwell	3.40	Review, analyze documents re privilege concerns.
03/28/25	Megan Kiku Trick	3.40	Review, analyze documents re privilege concerns.
03/28/25	Luz Tur-Sinai Gozal	3.60	Draft, review, revise objection (1.2); revise outline of objection key points (2.3); correspond with B. Messing re same (.1).
03/28/25	Jacob Walker	5.50	Review, analyze documents re privilege concerns (3.6); draft summaries re same (1.7); redact documents re same (.2).
03/28/25	Matthew Calloway Walker	5.80	Review, analyze documents re privilege (3.9); further review, analyze same (1.9).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/28/25	Matthew Calloway Walker	0.30	Telephone conference with M. Angarola re privilege document review.
03/28/25	Matthew Calloway Walker	1.60	Correspond with M. Angarola and K&E team re privilege document review.
03/28/25	Joe Walter	5.50	Review, analyze documents re privilege concerns (3.6); categorize documents re same (1.7); redact documents re same (.2).
03/28/25	Amber L. Whipkey	3.70	Analyze discovery requests (2.2); review, revise deposition outlines (1.5).
03/28/25	Jiange Xiao	0.50	Review and analyze documents re privilege concerns.
03/28/25	Cara Yi	9.00	Review, revise deposition outlines (3.9); draft summaries re same (1.3); review, analyze expert reports re same (3.8).
03/28/25	Shaoyao Yu	4.10	Review, analyze documents re privilege concerns (3.3); redact documents re same (.8).
03/28/25	Yi Zhang	4.40	Review, analyze documents re privilege concerns (3.5); draft deposition outline (.9).
03/29/25	Michael Angarola	3.10	Draft deposition outline.
03/29/25	Bill Arnault, P.C.	2.10	Review and analyze independent director reports.
03/29/25	Afi Blackshear	1.10	Review, analyze documents for production re quality control.
03/29/25	Keaton Blazer	0.60	Review, analyze documents re privilege concerns.
03/29/25	Socrates L. Boutsikaris	0.30	Review, analyze documents re quality control.
03/29/25	Danny Brown	5.80	Review, analyze documents re privilege concerns (3.7); redact documents re same (1.2); draft summaries re same (.9).
03/29/25	Christopher Buxton	1.70	Review, analyze documents re privilege concerns.
03/29/25	Henry Caldwell	1.40	Review, analyze documents re privilege concerns.
03/29/25	Alexandra Card	6.00	Review, analyze documents re document privilege review (3.9); further review, analyze same, issues re same (2.1).
03/29/25	Hacibey Catalbasoglu	2.10	Review, revise deposition outline.
03/29/25	Carlos Estrada	3.90	Draft witness preparation outline.
03/29/25	Rebecca Finley	1.00	Review, analyze documents re privilege concerns.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/29/25	Garrett Fox	5.60	Review, analyze documents re privilege concerns (3.8); redact documents re same (.9); further review, analyze documents re same (.9).
03/29/25	Belle A. E. Harris	3.80	Review, analyze documents re privilege concerns.
03/29/25	Grace Hartnett	6.60	Review, analyze documents re privilege concerns (3.8); redact documents re same (2.2); further review, analyze documents re same (.6).
03/29/25	Shayne Henry	1.40	Review, analyze privilege review protocol (.3); respond to inquiries re privileged documents (1.1).
03/29/25	Henry Huang	0.40	Revise document review workflow protocol.
03/29/25	Alex Ingoglia	1.60	Review, analyze documents re privilege concerns.
03/29/25	Sarah Jones	0.50	Review, analyze correspondence re adequate protection objection.
03/29/25	Joshua Lacoste	0.50	Review, analyze document review protocol.
03/29/25	Michael D. Lehavi	4.00	Review, analyze documents re privilege concerns (3.3); review, analyze document review protocol (.7).
03/29/25	Chris Leveroni	4.80	Review, analyze documents re privilege concerns (3.6); redact documents re same (.6); review, analyze document review protocol (.6).
03/29/25	Sean Lopez	0.80	Prepare documents re document review.
03/29/25	James S. Lu	0.80	Review, analyze documents re privilege concerns.
03/29/25	Melanie MacKay	0.20	Oversee production of documents for discovery.
03/29/25	Mark McKane, P.C.	0.90	Analyze potential issues re deposition timing and scope.
03/29/25	Makala McNeil	5.30	Draft deposition outline (3.2); review, analyze documents re same (2.1).
03/29/25	Sofia Michael	0.10	Review and analyze correspondence from B. Arnault, K&E team re litigation strategy.
03/29/25	Armando L. Prather	2.20	Review, analyze documents re deposition preparation outline.
03/29/25	Eric J. Tarosky	2.80	Draft witness preparation outline.
03/29/25	Ishaan G. Thakran	0.80	Research re adequate protection issues.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/29/25	Samantha Tidwell	2.90	Review, analyze documents re privilege concerns.
03/29/25	Luz Tur-Sinai Gozal	2.10	Draft, review, revise argument re adequate protection.
03/29/25	Matthew Calloway Walker	0.20	Correspond with C. Estrada and M. Angarola re privilege document review
03/29/25	Matthew Calloway Walker	0.10	Correspond with M. Angarola re witness deposition preparation.
03/29/25	Cara Yi	9.30	Review, analyze deposition transcripts (3.6); draft deposition outline (3.2); review, analyze documents re same (2.5).
03/30/25	Michael Angarola	6.20	Draft deposition outline (3.8); further draft, revise same (2.4).
03/30/25	Bill Arnault, P.C.	3.60	Telephone conference with M. McKane, K&E team re litigation strategy (.5); prepare for same (1.2); review, analyze independent directors reports (1.9).
03/30/25	Anna Therese Beavers	3.30	Draft, revise deposition outline.
03/30/25	Afi Blackshear	0.50	Draft summaries re document review.
03/30/25	Socrates L. Boutsikaris	2.10	Review, analyze documents re privilege and quality control.
03/30/25	Christopher Buxton	1.20	Review and analyze documents re privilege concerns.
03/30/25	Henry Caldwell	3.50	Review and analyze documents re privilege concerns.
03/30/25	Hacibey Catalbasoglu	0.60	Draft deposition outline.
03/30/25	Seth M. Cohen	2.90	Review, analyze issues re appellate litigation.
03/30/25	Uzo Dike	0.50	Review, analyze metrics reports re document review.
03/30/25	Carlos Estrada	6.10	Draft deposition outline (3.9); research re same (2.2).
03/30/25	Jeffrey Ross Goldfine	0.40	Telephone conference with M. McKane, B. Arnault, S. Henry, K&E team re litigation strategy.
03/30/25	Belle A. E. Harris	4.20	Review, analyze documents re privilege concerns (3.3); redact documents re same (.9).
03/30/25	Grace Hartnett	5.80	Review and analyze documents re privilege and responsiveness (3.9); redact documents re same (1.0); draft summaries re same (.9).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/30/25	Shayne Henry	3.00	Review, analyze witness preparation outlines (2.3); correspond with B. Arnault re document review (.2); telephone conference with M. McKane re litigation strategy (.5).
03/30/25	George W. Hicks Jr., P.C.	9.90	Review, revise response brief (3.9); research issues re same (2.5); further draft, revise same (3.5).
03/30/25	Henry Huang	3.60	Prepare documents for production (2.4); prepare documents for document review (1.2).
03/30/25	Alex Ingoglia	3.20	Review, analyze documents re privilege and responsiveness.
03/30/25	Joshua Lacoste	1.30	Review, analyze documents re privilege concerns.
03/30/25	Sean Lopez	3.30	Prepare quality control review metrics (.7); draft reports re same (2.6).
03/30/25	James S. Lu	0.40	Review, analyze documents re privilege concerns.
03/30/25	Mark McKane, P.C.	2.00	Analyze strategy re global settlement (1.5); telephone conference with S. Henry, K&E team re same (.5).
03/30/25	Brent Daniel Mobbs	6.20	Review, analyze documents re privilege and responsiveness (3.8); draft deposition outline (2.4).
03/30/25	Armando L. Prather	5.40	Review, analyze documents re deposition preparation outline (3.2); draft witness preparation outline (2.2).
03/30/25	Michael James Sitcawich	3.30	Review, analyze documents re privilege concerns.
03/30/25	Gracie Smith	8.00	Review, analyze privilege log coding (3.9); prepare documents for production (3.9); conference with E. Tarosky re same (.2).
03/30/25	Eric J. Tarosky	2.50	Review, analyze documents re privilege concerns (2.3); conference with G. Smith re document production (.2).
03/30/25	Luz Tur-Sinai Gozal	0.10	Correspond with J. Black re 506 analysis.
03/30/25	Jacob Walker	1.70	Review, analyze documents for privilege.
03/30/25	Matthew Calloway Walker	0.10	Correspond with C. Buxton re privilege document review.
03/30/25	Joe Walter	2.30	Review, analyze, documents re privilege concerns.
03/30/25	Brandon R. Weber	2.50	Review, analyze documents re privilege and confidentiality.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/30/25	Amber L. Whipkey	1.30	Review, analyze discovery requests (.6); review, analyze deposition outlines (.7).
03/30/25	Cara Yi	7.10	Review, analyze deposition transcripts (3.6); draft cross examination outline (2.6); revise same (.9).
03/31/25	Max Joseph Abramson	7.20	Review, revise deposition outline (3.8); draft cross examination outline (2.1); research re same (1.3)
03/31/25	Michael Angarola	7.50	Draft deposition outline (3.9); review, analyze deposition transcripts (3.6).
03/31/25	Bill Arnault, P.C.	5.10	Telephone conference with M. Levine, K&E team, W&C team re litigation (.5); review and revise correspondence to Freedom Lender Group re discovery issues (1.6); prepare for depositions (2.4); prepare for hearing re exclusivity (.6).
03/31/25	Anna Therese Beavers	1.60	Draft deposition outline.
03/31/25	Magdalene Beck	1.00	Analyze, review expert reports (.9); conference with T. Hu re same (.1).
03/31/25	Sloane Bessey	1.50	Draft notice of appearance for W. Allen, K&E team.
03/31/25	Afi Blackshear	4.20	Revise and draft witness deposition outline (3.5); research considerations re same (.7).
03/31/25	Socrates L. Boutsikaris	1.90	Review, analyze documents re production and privilege.
03/31/25	Danny Brown	7.80	Review and analyze documents re privilege concerns (3.4); draft summaries re same (2.3); redact documents re same (2.1).
03/31/25	Julia F. Burnson	0.40	Compile recently filed pleadings.
03/31/25	Christopher Buxton	0.70	Review and analyze documents re privilege concerns.
03/31/25	Henry Caldwell	8.00	Review, analyze documents re privilege concerns (3.9); draft summaries re same (.7); draft cross examination outline (3.4).
03/31/25	Alexandra Card	1.50	Draft deposition outline and related documents re witness deposition.
03/31/25	Hacibey Catalbasoglu	4.10	Research re deposition outline (3.6); draft summaries re same (.5).
03/31/25	Hacibey Catalbasoglu	2.70	Draft deposition outline.
03/31/25	Hacibey Catalbasoglu	0.50	Telephone conference with A. Prather re deposition preparation.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/31/25	Caitlin Dean	3.90	Analyze, review documents re privilege concerns
03/31/25	Ashton Dubey	4.60	Review and analyze materials re witness deposition (2.6); review and revise deposition outline re same (2.0).
03/31/25	Carlos Estrada	9.40	Draft summaries re witness preparation (3.5); research issues re same (2.8); draft witness preparation outline (3.1).
03/31/25	Peter Evangelatos	2.20	Analyze, revise deposition outline.
03/31/25	Kaitie Farrell	0.60	Revise deposition outline.
03/31/25	Rebecca Finley	5.30	Review, analyze documents re privilege concerns (3.7); redact documents re same (1.6).
03/31/25	Garrett Fox	9.80	Review, analyze investigative reports (2.4); review, analyze witness interview notes (3.9); draft, revise deposition outline (3.5).
03/31/25	Jeffrey Ross Goldfine	1.60	Review, revise discovery letter (.8); telephone conference with M. Levine, K&E team re objection (.3); telephone conference with Company, Ducera team re expert report (.5).
03/31/25	Belle A. E. Harris	1.20	Review, analyze documents re privilege concerns.
03/31/25	Grace Hartnett	8.80	Draft deposition outline (2.9); research issues re same (2.5); further draft, revise same (3.4).
03/31/25	Shayne Henry	3.80	Review, revise deposition outlines (2.6); draft discovery letter request (1.2).
03/31/25	Tiffany Hu	7.30	Draft deposition outline (3.8); review, analyze documents re same (3.5).
03/31/25	Henry Huang	6.70	Review and analyze documents re production (2.7); prepare documents for preproduction quality control review (2.4); coordinate reviewer same (1.6).
03/31/25	Alex Ingoglia	5.20	Review, analyze documents re privilege (3.7); draft summaries re same (1.5).
03/31/25	Eric S. Kay	1.80	Revise deposition outline.
03/31/25	Joshua King	1.50	Review and analyze expert reports (1.1); draft summaries re same (.4).
03/31/25	Kathleen Vera Kinsella	1.30	Revise cross examination outline re deposition.
03/31/25	Nikhil Rama Krishnan	1.00	Review, analyze materials re upcoming depositions.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/31/25	Amiri A. Lampley	8.30	Review, analyze documents re privilege concerns (3.0); draft deposition outline (3.2); research considerations re same (2.1).
03/31/25	Michael D. Lehavi	5.30	Draft, revise outline re witness preparation (3.2); review, analyze documents re privilege concerns (2.1).
03/31/25	Chris Leveroni	3.80	Draft deposition preparation outline.
03/31/25	Chong Li	2.30	Prepare categorical privilege log report.
03/31/25	Chong Li	3.40	Prepare privilege log report (3.3); correspond with A. Whipkey re same (.1).
03/31/25	Sean Lopez	8.80	Prepare quality control review metrics reports (3.2); prepare quality control review batches (1.8); coordinate preparation of categorical privilege log (1.5); review and revise categorical privilege log (2.3).
03/31/25	James S. Lu	2.90	Review, analyze documents re privilege concerns.
03/31/25	Joshua J. Lustig	7.10	Draft outlines re witness preparation (3.2); research considerations re same (3.9).
03/31/25	Melanie MacKay	7.70	Review, analyze summaries re document review (3.2); correspond with A. Whipkey re same (.2); review, revise deposition outlines (3.2); draft questions re same (1.1).
03/31/25	Mark McKane, P.C.	5.50	Telephone conference with N. Greenblatt, K&E team, W&C team re global settlement (2.2); analyze expert reports (3.1); correspond with W&C team re discovery requests (.2).
03/31/25	Briana McNamara	5.30	Research considerations re depositions (3.2); draft summaries re same (2.1).
03/31/25	Briana McNamara	0.80	Review, analyze documents re quality control.
03/31/25	Makala McNeil	7.10	Review and analyze documents re deposition (3.2); research considerations re same (3.9).
03/31/25	John Merle	4.00	Review, analyze documents re privilege concerns (3.2); redact documents re same (.8).
03/31/25	Brian Messing	6.40	Revise adequate protection objection (.5); conference with J. Black, I. Thakran, L. Tur-Sinai Gozal re adequate protection analysis (1.1); research re same (.7); draft, review, revise summary of analysis re adequate protection issues (3.9); correspond with J. Black, I. Thakran, L. Tur-Sinai Gozal re same (.2).

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

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03/31/25	Sofia Michael	2.00	Review, analyze documents re privilege (1.7); redact documents re same (.3).
03/31/25	Brent Daniel Mobbs	8.00	Review, analyze documents re privilege and responsiveness (3.3); prepare documents re same (.9); draft witness preparation outlines (3.8).
03/31/25	Shane O'Connor	0.10	Review, analyze document review protocol.
03/31/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team, PH team re settlement updates.
03/31/25	Austin Pennington	8.70	Review, analyze documents re privilege concerns (3.8); draft summaries re same (1.2); draft, revise deposition outline (3.7).
03/31/25	Armando L. Prather	9.70	Draft deposition preparation outline for witness (3.8); research considerations re same (3.3); revise outline same (2.6).
03/31/25	John R. Rhine	6.10	Draft, revise witness preparation outlines (3.9); research re same (2.2).
03/31/25	Gregory B. Sanford	5.40	Review, analyze and revise outline re witness deposition (3.9); draft questions re witness preparation (1.5).
03/31/25	Michael James Sitcawich	2.30	Review, analyze documents re privilege concerns.
03/31/25	Michael James Sitcawich	0.30	Review, analyze privilege review protocol.
03/31/25	Gracie Smith	8.80	Review, revise summaries re witness preparation (3.9); review, analyze documents re privilege concerns (3.0); redact documents re same (1.9).
03/31/25	Josh Sussberg, P.C.	0.40	Telephone conference with M. McKane, N. Greenblatt and D. Hunter re litigation issues re upcoming hearing and next steps re same.
03/31/25	Eric J. Tarosky	6.00	Draft outline re witness preparation (3.8); research considerations re same (2.2).
03/31/25	Kyla Elise Taylor	7.90	Draft outline re witness preparation (3.9); review, analyze documents re privilege concerns (3.2); redact documents re same (.8).
03/31/25	Megan Kiku Trick	0.40	Review, analyze documents re witness preparation.

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050119817
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/31/25	Luz Tur-Sinai Gozal	3.90	Conference with J. Black, K&E team re adequate protection objection (1.3); revise analysis re adequate protection objection (.3); revise adequate protection objection (1.2); revise adequate protection point-counterpoint analysis (1.1).
03/31/25	Jacob Walker	4.30	Review, analyze documents re privilege concerns (3.1); draft summaries re same (.6); redact documents re same (.6).
03/31/25	Matthew Calloway Walker	0.20	Correspond with A. Prather and J. Rhine re witness deposition preparation.
03/31/25	Matthew Calloway Walker	1.10	Correspond with S. Henry and K&E team re privilege document review.
03/31/25	Matthew Calloway Walker	3.40	Review, analyze documents re privilege.
03/31/25	Joe Walter	4.60	Review, analyze documents re privilege concerns (3.9); redact documents re same (.7).
03/31/25	Brandon R. Weber	6.80	Review, analyze documents for privilege and confidentiality (3.9); redact documents re same (1.9); draft summaries re same (1.0).
03/31/25	Amber L. Whipkey	3.60	Analyze considerations re litigation strategy and settlement.
03/31/25	Jiange Xiao	1.50	Review and analyze documents re privilege concerns
03/31/25	Cara Yi	10.70	Review, analyze expert reports (3.8); draft summaries re same (3.0); draft cross-examination outline (3.9).
03/31/25	Shaoyao Yu	6.40	Review, analyze documents re privilege concerns (3.4); revise deposition preparation outline (3.0).
03/31/25	Yi Zhang	2.80	Draft outline re deposition (1.5); review, analyze documents re privilege (1.3).
Total		5,894.60	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119820
Client Matter: 58395-26

In the Matter of Employee and Labor Matters

For legal services rendered through March 31, 2025 (see attached Description of Legal Services for detail)	<u>\$ 17,389.00</u>
Total legal services rendered	\$ 17,389.00

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Employee and Labor Matters

Invoice Number: 1050119820
 Matter Number: 58395-26

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Caroline Buthe	1.20	880.00	1,056.00
Aislinn Comiskey	0.70	880.00	616.00
Rachel Golden	1.10	1,195.00	1,314.50
Nicole L. Greenblatt, P.C.	0.70	2,595.00	1,816.50
Maddison Levine	1.70	1,465.00	2,490.50
Brian Nakhaimousa	0.40	1,465.00	586.00
Scott D. Price, P.C.	3.30	2,465.00	8,134.50
Michael A. Sloman	1.00	1,375.00	1,375.00
TOTALS	10.10		\$ 17,389.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Employee and Labor Matters

Invoice Number: 1050119820
Matter Number: 58395-26

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/03/25	Maddison Levine	0.30	Review, analyze LTIP matters (.2); review, analyze plan re same (.1).
03/04/25	Caroline Buthe	0.70	Research re ordinary course employee compensation (.5); correspond with B. Nakhaimousa re same (.1); correspond with D. Hunter re same (.1).
03/04/25	Nicole L. Greenblatt, P.C.	0.70	Correspond with Company re employee compensation matters and related follow up.
03/04/25	Brian Nakhaimousa	0.20	Correspond with M. Levine, K&E team re employee matters.
03/10/25	Aislinn Comiskey	0.30	Correspond with M. Levine, K&E team, Alix team re employee census.
03/10/25	Maddison Levine	1.10	Telephone conference with S. Price, K&E team re MIP, LTIP (.4); review, analyze WARN analysis (.4); review, analyze issues re same (.3).
03/10/25	Brian Nakhaimousa	0.10	Conference with S. Price, D. Hunter, M. Levine re employee compensation matters.
03/10/25	Scott D. Price, P.C.	0.50	Conference with B. Nakhaimousa, K&E team re employee compensation (.1); review, analyze related materials (.4).
03/11/25	Scott D. Price, P.C.	1.00	Conference with J. Sussberg, K&E team, Company re case status (.4); review, analyze related employee materials (.6).
03/13/25	Aislinn Comiskey	0.40	Correspond with M. Levine, B. Nakhaimousa re employee census.
03/14/25	Rachel Golden	1.10	Conference with B. Nakhaimousa re DACA termination (.4); draft correspondence re same (.3); correspond with Company re same (.4).
03/14/25	Scott D. Price, P.C.	1.30	Conferences with M. O'Brien, K&E team re employee benefits issues (.7); review, analyze form term sheet re employee benefit considerations (.6).
03/18/25	Brian Nakhaimousa	0.10	Correspond with R. Golden re employment matters.
03/19/25	Michael A. Sloman	1.00	Review, analyze employee documentation re insider analysis (.6); draft summary re same (.4).
03/20/25	Scott D. Price, P.C.	0.50	Review and analyze LTIP materials.

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Employee and Labor Matters

Invoice Number: 1050119820
 Matter Number: 58395-26

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
03/26/25	Caroline Buthe	0.50	Research re unemployment insurance (.4); correspond with Alix team re same (.1).
03/27/25	Maddison Levine	0.30	Review, analyze wages order re workers comp matters (.2); correspond with Company re same (.1).
Total		10.10	

Detailed Description of Services Provided From
April 1, 2025 to April 30, 2025

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121463
Client Matter: 58395-2

In the Matter of Adversary Proceeding & Contested Matters

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 283,652.50</u>
Total legal services rendered	\$ 283,652.50

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Adversary Proceeding & Contested Matters

Invoice Number: 1050121463
 Matter Number: 58395-2

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	11.90	2,015.00	23,978.50
Devika M. Balaram	12.50	1,295.00	16,187.50
Seth M. Cohen	9.30	1,345.00	12,508.50
Uzo Dike	18.40	705.00	12,972.00
Jeffrey Ross Goldfine	0.60	1,745.00	1,047.00
Shayne Henry	1.60	1,695.00	2,712.00
George W. Hicks Jr., P.C.	54.90	2,125.00	116,662.50
Henry Huang	3.80	625.00	2,375.00
Michael Patrick Kenstowicz	9.00	1,445.00	13,005.00
Joshua King	13.50	595.00	8,032.50
Melanie MacKay	3.60	1,695.00	6,102.00
Mark McKane, P.C.	12.10	2,265.00	27,406.50
Brian Nakhaimousa	0.40	1,465.00	586.00
Gracie Smith	2.80	1,025.00	2,870.00
Quin Wetzal	32.50	1,065.00	34,612.50
Tyler Yoo	3.00	865.00	2,595.00
TOTALS	189.90		\$ 283,652.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Adversary Proceeding & Contested Matters

Invoice Number: 1050121463
Matter Number: 58395-2

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Devika M. Balaram	1.30	Review and analyze documents, issues re appellate brief.
04/01/25	Uzo Dike	11.80	Review and analyze cite check re appellate brief cases (2.7); review, revise brief (3.2); draft documents in joint supplemental appendix (2.2); correspond with YCST team re appellate logistics (.5); revise joint supplemental brief of appellees and joint appendix in support of same (2.5); conference with S. Cohen and D. Balaram re same (.7).
04/01/25	George W. Hicks Jr., P.C.	4.00	Review and analyze comments to response brief (3.1); correspond with S. Cohen re same (.1); revise updated brief (.8).
04/01/25	Joshua King	2.90	Review, revise supplemental appendix re appellate brief (1.2); revise, analyze materials, issues re same (1.7).
04/01/25	Joshua King	2.90	Research re appellate brief, supplemental appendix (2.1); draft summary re same (.8).
04/01/25	Mark McKane, P.C.	1.50	Review, analyze issues re adversary proceeding (.4); analyze and revise supplemental appellate brief (1.1).
04/02/25	Bill Arnault, P.C.	6.00	Telephone conference with J. Goldfine, K&E team re adversary hearing (.7); review, analyze standing objection (1.2); prepare for exclusivity and scheduling hearing (2.1); review, analyze pleadings re same (2.0).
04/02/25	Devika M. Balaram	7.30	Revise final appellate brief (3.9); further revise same (3.2); coordinate filing of same (.2).
04/02/25	Seth M. Cohen	4.50	Review, analyze appellate brief (2.3); review, revise same (2.2).
04/02/25	Uzo Dike	6.60	Review, analyze supplemental joint brief re appeal (2.2); finalize joint supplemental appendix (2.1); correspond with YCST re same for filing (.1); conference with S. Cohen, K&E team and YCST team re appellate brief (.7); review and analyze supplemental joint brief of appellees and supplemental joint appendix (1.3); correspond with YCST team re same re filing (.2).
04/02/25	Jeffrey Ross Goldfine	0.40	Prepare for adversary hearing.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Adversary Proceeding & Contested Matters

Invoice Number: 1050121463
Matter Number: 58395-2

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Shayne Henry	1.00	Conference with M. MacKay and M. McKane re adversary hearing strategy.
04/02/25	George W. Hicks Jr., P.C.	5.00	Review and analyze appellate response brief (1.5); review, revise same (1.5); review and revise supplemental brief (1.5); correspond with S. Cohen, K&E team and PH team re same (.5).
04/02/25	Joshua King	3.80	Analyze appellee supplemental brief (.8); review, revise same and supplemental appendix (3.0).
04/02/25	Melanie MacKay	3.60	Draft talking points re preparation for exclusivity hearing (1.6); conference with J. Goldfine, K&E team re same (2.0).
04/02/25	Mark McKane, P.C.	2.90	Analyze Freedom Lender Group's motion to revise schedule and develop rebuttals to same (2.4); conference re scheduling issues with B. Arnault, K&E team (.5).
04/02/25	Brian Nakhaimousa	0.40	Correspond with J. Black re appellate brief.
04/02/25	Quin Wetzel	2.00	Correspond with Z. Ben-Shahar, K&E team re open issues (.3); review, analyze precedent claims objections (.4); research case law re administrative expenses (1.3).
04/03/25	Michael Patrick Kenstowicz	0.20	Conference with B. Arnault re objection to UCC standing motion.
04/03/25	Michael Patrick Kenstowicz	1.10	Analyze UCC standing motion and proposed complaint (.5); review, analyze arguments re same (.6).
04/03/25	Quin Wetzel	6.30	Review, analyze administrative expense motion (.8); review, analyze cure objection re same (1.4); draft administrative expense objection (3.5); correspond with Z. Ben-Shahar, M. Beauchamp, K&E team re same (.6).
04/04/25	Shayne Henry	0.20	Conference with N. Greenblatt re restructuring strategy.
04/04/25	George W. Hicks Jr., P.C.	7.00	Review and analyze record, briefs and case law for oral argument preparation (3.9); further review same (3.1).
04/04/25	Mark McKane, P.C.	2.60	Analyze potential alternative scenarios re Holdco debtors (1.4); evaluate lift stay and foreclosure issues (1.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Adversary Proceeding & Contested Matters

Invoice Number: 1050121463
Matter Number: 58395-2

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Gracie Smith	2.80	Review and analyze revised expert reports (1.5); revise deposition materials re same (1.3).
04/04/25	Quin Wetzel	3.10	Review, revise administrative expense objection (1.9); review, analyze invoices re same (.6); draft summary re claims (.4); correspond with Alix team re same (.2).
04/04/25	Tyler Yoo	3.00	Review and analyze Greenhill valuation expert's reports.
04/05/25	Devika M. Balaram	2.80	Research and analyze case law re impact of dismissal lenders' claims.
04/05/25	George W. Hicks Jr., P.C.	7.00	Draft materials for oral argument in district court appeal (3.2); review and analyze record materials and briefing (2.4); prepare for oral argument (1.4).
04/05/25	Henry Huang	3.80	Correspond with vendor re document review (1.6); correspond with vendor re production (1.0); review and analyze final production set (.7); correspond with vendor re review and release documents (.5).
04/05/25	Michael Patrick Kenstowicz	4.40	Analyze case law re UCC standing motion (.5); review, analyze UCC standing motion (.6); draft objection to same (3.3).
04/05/25	Mark McKane, P.C.	0.60	Analyze Freedom Lender Groups' latest position re discovery of PIMCO and Irradiant (.4); correspond with D. Hunter, K&E team re same (.2).
04/06/25	Bill Arnault, P.C.	4.00	Revise letter to UCC re standing motion (.3); draft and revise letter to Court re schedule and issues (2.1); telephone conference with M. McKane, K&E team re case, schedule (.3); draft motion to compel (1.3).
04/06/25	George W. Hicks Jr., P.C.	7.00	Review and analyze record materials and briefing (3.9); prepare for oral argument (3.1).
04/06/25	Mark McKane, P.C.	1.90	Conference with B. Arnault, K&E team, PH re litigation (.4); prepare for same (.4); analyze and revise draft letter to the court re discovery and schedule (.5); conference with B. Arnault, K&E team re same and next steps (.6).
04/07/25	Bill Arnault, P.C.	1.90	Prepare for deposition preparation.
04/07/25	Devika M. Balaram	0.80	Correspond with G. Hicks re status of April 3, 2025 omnibus hearing.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Adversary Proceeding & Contested Matters

Invoice Number: 1050121463
Matter Number: 58395-2

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	George W. Hicks Jr., P.C.	8.00	Review and analyze record materials and briefing (1.0); prepare for oral argument (3.6); correspond with M. MacKay, K&E team re mooters for oral argument (.5); correspond with S. Cohen and D. Balaram re hearing, moot court, and argument (.5); review and analyze transcript from bankruptcy court hearing (2.4).
04/07/25	Michael Patrick Kenstowicz	3.30	Revise objection to UCC standing motion (2.5); review, analyze standing motion (.8).
04/07/25	Mark McKane, P.C.	1.80	Analyze potential alternative scenario for exclusivity (.8); conference with N. Greenblatt re exclusivity and scheduling (.4); conference with N. Greenblatt, K&E team re post-hearing strategy (.6).
04/07/25	Quin Wetzel	1.60	Telephone conference with B. Nakhaimousa, Z. Ben-Shahar, K&E team re claims objection (.6); review, revise motion re same (.4); analyze cure amounts (.4); correspond with Z. Ben-Shahar, K&E team re same (.2).
04/08/25	Devika M. Balaram	0.30	Correspond with B. Arnault and G. Hicks re appellate oral argument.
04/08/25	Shayne Henry	0.40	Review and analyze appeal reply.
04/08/25	George W. Hicks Jr., P.C.	8.90	Correspond with B. Arnault, K&E team re appellate oral argument (.8); prepare for same (3.8); correspond with B. Arnault re same (.4); review and analyze appellants' supplemental reply brief (3.9).
04/08/25	Quin Wetzel	1.70	Telephone conference with opposing counsel re administrative expense claim (.5); telephone conference with opposing counsel re administrative expense motion (.3); research re termination expenses, administrative expense claims (.9).
04/09/25	Jeffrey Ross Goldfine	0.20	Correspond with G. Hicks, K&E team and PH team re appellate order.
04/09/25	George W. Hicks Jr., P.C.	8.00	Review and analyze appellants' supplemental reply brief (2.5); prepare for oral argument re same (2.6); correspond with B. Arnault, K&E team re same (.3); correspond with YCST re oral argument (.3); review, analyze order canceling oral argument (1.8); correspond with B. Arnault, K&E team re same (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Adversary Proceeding & Contested Matters

Invoice Number: 1050121463
Matter Number: 58395-2

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/09/25	Joshua King	3.90	Review, analyze joint appendix to brief (.7); review, analyze Debtors' appellant brief (.9); review and revise joint and supplemental appendixes re same (2.3).
04/09/25	Mark McKane, P.C.	0.80	Analyze appellants' supplemental reply brief.
04/10/25	Seth M. Cohen	4.80	Review, analyze briefing (2.2); prepare oral argument (2.6).
04/10/25	Quin Wetzel	0.50	Correspond with Alix team re administrative expense claim motion (.2); review, analyze invoice data re same (.3).
04/11/25	Quin Wetzel	1.50	Correspond with claims counterparty re administrative expense motion (.3); review, analyze contract re payment terms (.4); correspond with Alix team re invoices, aging reports (.3); telephone conference with B. Nakhaimousa, K&E team re objections status (.1); revise claims objection (.4).
04/14/25	Quin Wetzel	2.00	Review and analyze settlement materials and letter to court (.8); review and analyze issues re same (.7); correspond with B. Arnault and D. Balaram re same (.5).
04/15/25	Quin Wetzel	4.70	Review, revise administrative expense objection (2.4); research re termination fees (1.4); correspond with A. Comiskey, K&E team re same (.3); telephone conference with counsel re administrative expense objection (.6).
04/16/25	Quin Wetzel	1.10	Revise administrative expense objection (.7); correspond with Z. Ben-Shahar, A. Comiskey, K&E team re same (.4).
04/17/25	Quin Wetzel	1.30	Review, revise administrative expense objection (.9); correspond with Z. Ben-Shahar, A. Comiskey, K&E team re same (.4).
04/18/25	Quin Wetzel	2.00	Correspond with various cures counterparties re administrative expenses (.6); revise administrative expense objection (.8); review, revise declaration (.6).
04/21/25	Quin Wetzel	0.60	Review, revise administrative expense objection (.5); correspond with Z. Ben-Shahar, K&E team re same (.1).

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Adversary Proceeding & Contested Matters

Invoice Number: 1050121463
 Matter Number: 58395-2

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/22/25	Quin Wetzel	0.70	Telephone conference with Company, Alix team, Z. Ben-Shahar, K&E team re administrative expenses objection (.4); review, analyze issues re same (.3).
04/23/25	Quin Wetzel	3.40	Review, revise administrative expense claim objection (3); conference with Z. Ben-Shahar re same (.4).
Total		189.90	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121462
Client Matter: 58395-3

In the Matter of Corporate, Securities, and Gov. Matters

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 107,618.00</u>
Total legal services rendered	\$ 107,618.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050121462
Matter Number: 58395-3

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	10.70	1,065.00	11,395.50
Zachary S. Brez, P.C.	0.50	2,465.00	1,232.50
Caroline Buthe	0.20	880.00	176.00
Jacqueline Cloutier	13.10	1,375.00	18,012.50
Aislinn Comiskey	2.30	880.00	2,024.00
Rachel Golden	0.50	1,195.00	597.50
Nicole L. Greenblatt, P.C.	1.70	2,595.00	4,411.50
Keli Huang	0.50	1,725.00	862.50
Derek I. Hunter	1.70	1,735.00	2,949.50
Maddison Levine	4.70	1,465.00	6,885.50
Drew Maliniak	18.70	1,725.00	32,257.50
Brian Nakhaimousa	5.80	1,465.00	8,497.00
Shane O'Connor	0.30	1,185.00	355.50
Shawn OHargan, P.C.	3.90	2,295.00	8,950.50
Joshua Raphael	2.60	1,195.00	3,107.00
Josh Sussberg, P.C.	1.80	2,595.00	4,671.00
Michael Leonard Urschel, P.C.	0.50	2,465.00	1,232.50
TOTALS	69.50		\$ 107,618.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050121462
Matter Number: 58395-3

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Nicole L. Greenblatt, P.C.	0.70	Conference with board, J. Sussberg, K&E team re deal status.
04/01/25	Maddison Levine	0.90	Telephonically attend board meeting (.4); prepare for same (.3); correspond with D. Hunter, K&E team re materials for same (.2).
04/01/25	Drew Maliniak	0.30	Correspond with PH re cleansing materials.
04/01/25	Brian Nakhaimousa	0.30	Conference with Akin, D. Hunter, K&E team re intercompany settlement matters.
04/02/25	Caroline Buthe	0.20	Review, analyze board resolutions.
04/02/25	Shane O'Connor	0.30	Review, analyze Company investigative reports.
04/02/25	Josh Sussberg, P.C.	0.10	Correspond with director re deal, settlement status.
04/03/25	Josh Sussberg, P.C.	0.40	Telephone conferences with directors, Company re status and next steps.
04/04/25	Jacqueline Cloutier	0.40	Telephone conference with PH re thirteen-week cash flow forecast (.2); review, analyze same (.2).
04/05/25	Derek I. Hunter	0.70	Conference with board re plan issues, settlement status.
04/05/25	Drew Maliniak	0.10	Correspond with D. Hunter re debt trading considerations, related materials.
04/05/25	Josh Sussberg, P.C.	0.40	Telephone conference with director re case status (.1); correspond with D. Hunter, K&E team re same (.3).
04/06/25	Nicole L. Greenblatt, P.C.	1.00	Attend Board meetings re settlement and status.
04/06/25	Derek I. Hunter	1.00	Conference with board, J. Sussberg, K&E team, Company, Ducera, Alix re deal issues, settlement status.
04/06/25	Shawn OHargan, P.C.	1.80	Review, revise board materials re sale (.8); attend board meeting with Company, M. Levine, K&E team re same (1.0).
04/06/25	Josh Sussberg, P.C.	0.10	Review, analyze issues re board meeting and next steps.
04/07/25	Brian Nakhaimousa	0.50	Conference with Company, AlixPartners re accounting matters.
04/08/25	Jacqueline Cloutier	0.10	Review and analyze thirteen-week cash flow forecast.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050121462
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/08/25	Josh Sussberg, P.C.	0.30	Telephone conference with disinterested director re settlement status, next steps (.2); telephone conference with N. Greenblatt re same (.1).
04/09/25	Jacqueline Cloutier	0.40	Draft thirteen-week cash flow forecast cleansing package.
04/09/25	Drew Maliniak	0.30	Correspond with J. Cloutier re cleansing thirteen-week cash flow forecast (.1); review, analyze same (.2).
04/09/25	Josh Sussberg, P.C.	0.30	Correspond with N. Greenblatt, K&E team re settlement status, next steps.
04/10/25	Jacqueline Cloutier	0.70	Review and revise corporate governance term sheet.
04/10/25	Drew Maliniak	0.80	Review, revise corporate governance term sheet (.6); correspond with PH re cleansing (.2).
04/13/25	Jacqueline Cloutier	0.20	Review, analyze financial statements, related disclosures.
04/13/25	Drew Maliniak	0.30	Correspond with J. Cloutier re annual financial statements, related disclosures.
04/13/25	Shawn OHargan, P.C.	1.80	Telephone conferences with K. Huang re board meeting re sale (.5); review, revise board slides re same (.3); attend board telephone conference with Company, K&E team re same (1.0).
04/14/25	Jacqueline Cloutier	0.90	Review, revise financial statements.
04/14/25	Drew Maliniak	1.20	Review, revise annual financial statements re bankruptcy related disclosure.
04/14/25	Joshua Raphael	0.70	Review, revise financial statement re bankruptcy considerations (.4); correspond with B. Nakhaimousa, M. Levine re same (.1); review, revise same (.1); correspond with D. Hunter, K&E team re same (.1).
04/15/25	Jacqueline Cloutier	0.80	Review, revise financial statements.
04/15/25	Keli Huang	0.50	Attend board meeting with N. Greenblatt, K&E team, Company re sale.
04/15/25	Maddison Levine	1.20	Review, revise financial statements (.7); correspond with J. Raphael, K&E team re same (.3); review, analyze precedent re same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050121462
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/15/25	Drew Maliniak	2.60	Review, analyze corporate governance term sheet (.5); correspond with K. Huang re forward looking statements disclaimer (.9); review, revise quarterly report (1.2).
04/15/25	Shawn OHargan, P.C.	0.30	Telephone conference with board, Company, K. Huang, K&E team re sale.
04/15/25	Joshua Raphael	1.10	Review, revise annual report (.8); correspond with M. Levine, K&E team re same (.3).
04/16/25	Drew Maliniak	0.50	Review, revise waiver re financial statements.
04/17/25	Jacqueline Cloutier	0.30	Telephone conference with D. Maliniak re corporate governance term sheet.
04/17/25	Maddison Levine	0.80	Draft board correspondence re global settlement, next steps (.5); correspond with N. Greenblatt K&E team re same (.3).
04/17/25	Drew Maliniak	1.50	Telephone conference with Company re corporate governance term sheet (1); prepare for same (.5).
04/18/25	Jacqueline Cloutier	0.60	Review, analyze thirteen-week cash flow forecast cleansing package.
04/18/25	Drew Maliniak	1.30	Correspond with J. Cloutier re c thirteen-week cash flow cleansing package (.8); correspond with B. Nakhaimousa re annual report, related considerations (.5).
04/18/25	Joshua Raphael	0.70	Review, revise annual disclosure language (.4); correspond with Company, M. Levine re same (.3).
04/18/25	Josh Sussberg, P.C.	0.20	Telephone conference with independent director re professional fees.
04/19/25	Jacqueline Cloutier	0.10	Correspond with Company re cleansing.
04/19/25	Brian Nakhaimousa	0.20	Correspond with Company re financial reporting matters, waiver letter.
04/20/25	Drew Maliniak	0.50	Review, analyze annual financial statements.
04/20/25	Brian Nakhaimousa	0.20	Correspond with Company, D. Maliniak, K&E team re financial reports.
04/21/25	Jacqueline Cloutier	1.00	Conference with D. Maliniak, K&E team, Company advisors re case updates, cleansing (.4); review, analyze issues re cleansing thirteen-week cash flow forecast (.6).
04/21/25	Aislinn Comiskey	1.30	Correspond with M. Levine, K&E team, PH, Company re board candidate non-disclosure agreement (.4); revise same (.9).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050121462
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/21/25	Maddison Levine	0.40	Correspond with Company re board candidates, NDAs re same (.2); review, analyze issues re same (.2).
04/21/25	Drew Maliniak	1.00	Review, analyze cleansing materials re DIP budget (.6); telephone conference with J. Cloutier, K&E team, Company advisors re work in process, cleansing (.4).
04/22/25	Jacqueline Cloutier	0.20	Review, revise corporate governance term sheet.
04/22/25	Aislinn Comiskey	1.00	Correspond with M. Levine, K&E team, Company, PH re board candidate non-disclosure agreement (.2); review, revise same (.8).
04/22/25	Drew Maliniak	0.50	Review, revise annual report re sale.
04/24/25	Jacqueline Cloutier	2.60	Conference with D. Maliniak, K&E team, Company advisors re case update, cleansing (.5); review, analyze issues re cleansing (.4); draft equity registration form (1.4); telephone conference with D. Maliniak re audit request (.3).
04/24/25	Maddison Levine	0.50	Correspond with board re settlement status, related materials.
04/24/25	Drew Maliniak	1.30	Correspond with PH re cleansing (.4); review, analyze issues re same (.4); conference with J. Cloutier, K&E team, Company advisors re work in process, cleansing (.5).
04/24/25	Drew Maliniak	2.80	Review, revise equity registration form (1.7); correspond with J. Cloutier, Kroll re same (1.1).
04/25/25	Michael Beauchamp	3.90	Draft summary re board minutes (2.5); review, analyze related materials (1.1); correspond with M. Levine re same (.2); telephone conference with M. Levine re same (.1).
04/25/25	Jacqueline Cloutier	1.10	Review, revise equity registration form.
04/25/25	Rachel Golden	0.50	Draft summary re board meetings (.4); correspond with M. Beauchamp re same (.1).
04/25/25	Maddison Levine	0.40	Telephone conference with Company re board matters, audit requirements (.3); correspond with M. Beauchamp re same (.1).
04/26/25	Brian Nakhaimousa	0.10	Correspond with M. Levine re board minutes.
04/28/25	Jacqueline Cloutier	1.50	Review, revise transfer agent engagement letter.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050121462
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/28/25	Drew Maliniak	1.10	Correspond with PH re cleansing ABL term sheet (.3); correspond with Alix re cleansing compensation data (.3); review, analyze transfer agent engagement letter (.5).
04/28/25	Brian Nakhaimousa	0.30	Review, revise financial reports (.2); correspond with D. Maliniak, Company re same (.1).
04/28/25	Brian Nakhaimousa	2.10	Review, comment on financial statement (1.0); review, analyze precedent re same (.7); correspond with D. Maliniak, K&E team, Company re same (.4).
04/28/25	Joshua Raphael	0.10	Correspond with M. Levine, K&E team re transfer agent agreement.
04/29/25	Zachary S. Brez, P.C.	0.50	Telephone conference with SEC re request for documents.
04/29/25	Jacqueline Cloutier	0.60	Review, revise corporate governance term sheet.
04/29/25	Maddison Levine	0.50	Telephone conference with SEC, Z. Brez, B. Nakhaimousa re document requests.
04/29/25	Brian Nakhaimousa	0.50	Conference with SEC, Z. Brez re SEC requests.
04/30/25	Michael Beauchamp	6.80	Draft, revise board minutes (3.9); further revise same (1.4); review, analyze related materials (1.5).
04/30/25	Jacqueline Cloutier	1.60	Review, revise corporate governance term sheet (.5); review, revise transfer agent instruction letter (1.1).
04/30/25	Drew Maliniak	2.60	Review, revise corporate governance term sheet (1.0); conference with PH re same (.5); correspond with B. Nakhaimousa re plan, securities considerations (1.1).
04/30/25	Brian Nakhaimousa	1.60	Conference with J. Dickson, AlixPartners re receivables issues (.5); review, analyze background materials re same (1.1).
04/30/25	Michael Leonard Urschel, P.C.	0.50	Telephone conference with M. Levine, K&E team re plan, securitized accounts receivable.
Total		69.50	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121461
Client Matter: 58395-4

In the Matter of Disclosure Statement/Plan/Confirmation

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	\$ 1,392,997.00
Total legal services rendered	\$ 1,392,997.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Angarola	4.50	865.00	3,892.50
Bill Arnault, P.C.	27.80	2,015.00	56,017.00
Will Atnipp	0.60	1,025.00	615.00
Michael Beauchamp	9.50	1,065.00	10,117.50
Anna Therese Beavers	0.50	865.00	432.50
Magdalene Beck	0.40	865.00	346.00
Ziv Ben-Shahar	14.00	1,195.00	16,730.00
Jacob E. Black	50.50	1,375.00	69,437.50
Afi Blackshear	0.50	1,025.00	512.50
Keaton Blazer	0.50	865.00	432.50
Julia F. Burnson	1.30	685.00	890.50
Caroline Buthe	0.60	880.00	528.00
Alexandra Card	0.50	865.00	432.50
Hacibey Catalbasoglu	0.40	865.00	346.00
Jacqueline Cloutier	0.90	1,375.00	1,237.50
Aislinn Comiskey	3.90	880.00	3,432.00
James B. Dickson	0.50	1,815.00	907.50
Carlos Estrada	0.50	1,025.00	512.50
Peter Evangelatos	0.50	1,525.00	762.50
Julia Fletcher	2.60	880.00	2,288.00
Rob Fowler, P.C.	0.60	2,295.00	1,377.00
Rachel Golden	0.30	1,195.00	358.50
Jeffrey Ross Goldfine	2.60	1,745.00	4,537.00
Nicole L. Greenblatt, P.C.	82.70	2,595.00	214,606.50
Shayne Henry	3.00	1,695.00	5,085.00
George W. Hicks Jr., P.C.	2.00	2,125.00	4,250.00
Keli Huang	3.40	1,725.00	5,865.00
Derek I. Hunter	64.10	1,735.00	111,213.50
Alex Ingoglia	0.50	1,345.00	672.50
Sarah Jones	10.40	880.00	9,152.00
Michael Patrick Kenstowicz	1.20	1,445.00	1,734.00
Kathleen Vera Kinsella	0.50	1,525.00	762.50

Legal Services for the Period Ending April 30, 2015
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
 Matter Number: 58395-4

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael D. Lehavi	0.50	1,025.00	512.50
Constantina Leodis	0.60	1,195.00	717.00
Chris Leveroni	0.50	1,025.00	512.50
Maddison Levine	87.90	1,465.00	128,773.50
Cara Li	7.10	1,195.00	8,484.50
Joshua J. Lustig	0.50	1,025.00	512.50
Melanie MacKay	3.00	1,695.00	5,085.00
Drew Maliniak	4.00	1,725.00	6,900.00
Dominick Vito Manetta	18.10	880.00	15,928.00
Julia Mark	4.00	880.00	3,520.00
Mark McKane, P.C.	22.10	2,265.00	50,056.50
Brian Messing	137.30	1,065.00	146,224.50
Annika Morin	0.30	1,195.00	358.50
Brian Nakhaimousa	69.20	1,465.00	101,378.00
Maureen D. O'Brien	1.40	2,295.00	3,213.00
Shane O'Connor	0.50	1,185.00	592.50
Shawn OHargan, P.C.	4.50	2,295.00	10,327.50
Sarah Osborne	102.00	1,065.00	108,630.00
Austin Pennington	3.50	865.00	3,027.50
Emanuele Putrino	0.40	865.00	346.00
Joshua Raphael	120.60	1,195.00	144,117.00
John R. Rhine	0.50	1,745.00	872.50
Maddison Malone Riddick	0.50	1,525.00	762.50
Gregory B. Sanford	0.50	1,745.00	872.50
Michael James Sitcawich	0.50	1,025.00	512.50
Michael A. Sloman	5.10	1,375.00	7,012.50
Gracie Smith	1.00	1,025.00	1,025.00
Josh Sussberg, P.C.	7.50	2,595.00	19,462.50
Eric J. Tarosky	2.70	1,025.00	2,767.50
Ishaan G. Thakran	16.70	1,065.00	17,785.50
Megan Kiku Trick	1.00	865.00	865.00
Luz Tur-Sinai Gozal	51.00	880.00	44,880.00
Jacob Walker	0.40	865.00	346.00
Matthew Calloway Walker	0.50	1,025.00	512.50
Quin Wetzal	10.30	1,065.00	10,969.50
Linda Yang	2.40	1,195.00	2,868.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Cara Yi	0.40	1,025.00	410.00
Tyler Yoo	1.00	865.00	865.00
Mary Catherine Young	8.80	1,195.00	10,516.00
Shaoyao Yu	0.40	1,295.00	518.00
Yun Zhang	0.40	1,185.00	474.00
TOTALS	991.40		\$ 1,392,997.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Bill Arnault, P.C.	1.60	Review and analyze exclusivity sur-reply (.4); prepare for exclusivity hearing (.9); telephone conference with M. McKane, K&E team re same (.2); telephone conference with J. Goldfine, K&E team re same (.1).
04/01/25	Michael Beauchamp	4.60	Review, analyze case law re valuation reports (3.9); draft summary re same (.7).
04/01/25	Ziv Ben-Shahar	3.70	Review, analyze issues re solicitation (1.4); correspond with claim holders, Kroll re ballots (.5); review, analyze mailed request re solicitation (.6); review, analyze comments to plan (.7); correspond with J. Raphael, K&E team re same (.5).
04/01/25	Jacob E. Black	4.60	Review, analyze issues re confirmation, related matters (3.7); correspond with B. Messing, K&E team re same (.4); telephone conference with B. Messing re same (.5).
04/01/25	Caroline Buthe	0.40	Review, revise confirmation brief.
04/01/25	Nicole L. Greenblatt, P.C.	2.50	Conference with Company re settlement, plan matters (.5); conference with Company re open issues, deal status (.4); correspond and conferences with Akin, 1L advisors re settlement considerations (1.6).
04/01/25	Derek I. Hunter	5.00	Telephone conferences with M. Levine, K&E team, Company advisors re deal strategy, work in process, plan issues (1.6); correspond with M. Levine, K&E team re same (.5); review, analyze same (1.1); review, revise settlement term sheet (.9); review, analyze deal considerations, related issues (.9).
04/01/25	Sarah Jones	0.60	Review, revise adequate protection analysis.
04/01/25	Maddison Levine	2.60	Review, revise settlement term sheet (.9); review, analyze plan, related issues re same (.3); conferences with D. Hunter, K&E team re same (1.4).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Brian Messing	12.70	Review, analyze precedent re adequate protection, valuation (3.4); review, revise analysis outline re adequate protection motion (3.9); research re same (1.3); review, analyze materials re same (.9); telephone conference with J. Black re same (.3); correspond with J. Black, K&E team re same (1.1); review, revise adequate protection objection (1.8).
04/01/25	Brian Nakhaimousa	0.30	Correspond with board re intercompany proposal (.1); conference with D. Hunter, K&E team, board re same (.2).
04/01/25	Brian Nakhaimousa	1.40	Conference with D. Hunter, K&E team re plan, related issues.
04/01/25	Brian Nakhaimousa	1.80	Review, revise appellate brief (1.7); correspond with J. Black, K&E team re same (.1).
04/01/25	Sarah Osborne	1.40	Review, revise notice of plan (.6); review, revise settlement discussion slides (.2); review, revise term sheet re intercompany settlement (.6).
04/01/25	Joshua Raphael	5.10	Conference with D. Hunter, M. Levine, B. Nakhaimousa re plan (1.5); review, revise same (1.4); conference with M. Levine, K&E team re intercompany settlement (.5); further revise plan (1.4); correspond with N. Warther, K&E team re same (.1); correspond with Alix, M. Levine, K&E team re same (.1); conference with D. Hunter re intercompany settlement term sheet (.1).
04/01/25	Josh Sussberg, P.C.	0.70	Telephone conference with Akin re settlement status (.2); correspond with N. Greenblatt, K&E team re director reports, settlement status (.5).
04/01/25	Ishaan G. Thakran	5.50	Research re adequate protection, related issues re confirmation (2.9); draft, revise responses to adequate protection motion re same (2.0); correspond with B. Messing, K&E team re same (.6).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Luz Tur-Sinai Gozal	4.00	Conference with J. Black, K&E team re confirmation issues (.1); correspond with B. Messing re adequate protection objection (.2); review, analyze precedent re section 506 issues (.3); revise adequate protection objection (2.6); revise adequate protection analysis outline (.7); correspond with J. Black re same (.1).
04/02/25	Will Atnipp	0.60	Conference with M. Angarola, K&E team re valuation issues.
04/02/25	Anna Therese Beavers	0.50	Conference with P. Evangelatos, K&E team re valuation.
04/02/25	Magdalene Beck	0.40	Conference with P. Evangelatos, K&E team re valuation.
04/02/25	Ziv Ben-Shahar	0.80	Review, analyze voting report (.5); review, analyze issues re solicitation (.3).
04/02/25	Jacob E. Black	5.20	Review, analyze issues re confirmation, related matters (2.1); draft summary re same (2.3); telephone conferences with B. Messing, K&E team re same (.8).
04/02/25	Afi Blackshear	0.50	Conference with P. Evangelatos, K&E team re valuation.
04/02/25	Keaton Blazer	0.50	Conference with P. Evangelatos, K&E team re valuation.
04/02/25	Alexandra Card	0.50	Conference with J. Goldfine, K&E team re valuation.
04/02/25	Hacibey Catalbasoglu	0.40	Conference with P. Evangelatos, K&E team re valuation.
04/02/25	Carlos Estrada	0.50	Conference with P. Evangelatos, K&E team re valuation.
04/02/25	Peter Evangelatos	0.50	Telephone conference with C. Estrada, K&E team re valuation issues.
04/02/25	Nicole L. Greenblatt, P.C.	5.50	Correspond and conferences with D. Hunter, K&E team, Company advisors re settlement considerations (1.8); review, revise term sheet re same (.5); prepare for exclusivity hearing (1.7); review and revise slides re same (.9); correspond with M. Levine, K&E team re same (.6).

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Derek I. Hunter	8.90	Telephone conferences with M. Levine, K&E team, Company advisors re intercompany settlement, case strategy, plan issues (2.4); correspond with M. Levine, K&E team re same (1.1); review, analyze issues re same (.6); review, revise plan, related work product re same (1.4); review, analyze deal considerations, related issues (1.5); telephone conferences with B. Nakhaimousa, K&E team re deal, privileged analyses (1.3) correspond with B. Nakhaimousa, K&E team re same (.6).
04/02/25	Alex Ingoglia	0.50	Conference with P. Evangelatos, K&E team re valuation.
04/02/25	Sarah Jones	1.20	Review, revise adequate protection analysis outline.
04/02/25	Kathleen Vera Kinsella	0.50	Telephone conference with C. Estrada, K&E team re valuation.
04/02/25	Michael D. Lehavi	0.50	Conference with P. Evangelatos, K&E team re valuation methodology.
04/02/25	Chris Leveroni	0.50	Conference with P. Evangelatos, K&E team re valuation process.
04/02/25	Maddison Levine	7.90	Review, revise plan, related term sheet (2.3); review, analyze issues re same (.9); correspond and conferences with B. Nakhaimousa, K&E team re same (.8); prepare for exclusivity hearing (1.9); draft talking points re same (.9); correspond with N. Greenblatt, K&E team re same (.5); review, analyze reply re same (.6).
04/02/25	Joshua J. Lustig	0.50	Conference with P. Evangelatos, K&E team re valuation methods.
04/02/25	Melanie MacKay	1.10	Conference with P. Evangelatos, K&E team re valuation (.7); review, analyze valuation issues (.4).
04/02/25	Mark McKane, P.C.	1.30	Review, analyze intercompany settlement considerations, amended plan.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Brian Messing	10.60	Review, revise objection outline re adequate protection motion (.7); correspond with I. Thakran, L. Tur-Sinai Gozal re same (.3); revise adequate protection objection (3.9); review, analyze materials re same (.8); correspond with J. Black, L. Tur-Sinai Gozal re same (.6); telephone conferences with J. Black re same (.5); review, analyze precedent re adequate protection, valuation (3.8).
04/02/25	Brian Nakhaimousa	5.80	Review, analyze plan term sheet (1.1); comment on same (.6); correspond with S. Osborne, K&E team re same (.3); review, revise plan (.5); correspond with J. Raphael, M. Levine re same (.3); review intercompany term sheet (.6); correspond with Company re same (.3); prepare re exclusivity hearing (2.1).
04/02/25	Shane O'Connor	0.50	Conference with P. Evangelatos, K&E team re valuation.
04/02/25	Sarah Osborne	2.10	Review, revise plan term sheet (1.4); draft summary re Wartell investigation report (.7).
04/02/25	Austin Pennington	3.50	Conference with P. Evangelatos, K&E team re valuation (.5); review, analyze documents re same (3.0).
04/02/25	Emanuele Putrino	0.40	Telephone conference with J. Goldfine, K&E team re valuation.
04/02/25	Joshua Raphael	9.90	Telephone conferences with B. Nakhaimousa, M. Levine re plan (.8); review, revise same (2.5); telephone conference with D. Hunter, K&E team re same (.4); further review, revise same (1.3); correspond with M. Levine, K&E team re same (.5); telephone conference with PH, M. Levine, K&E team re same (.4); conference with B. Nakhaimousa, K&E team re same (.5); further review, revise same (3.5).
04/02/25	John R. Rhine	0.50	Conference with M. MacKay, K&E team re valuation.
04/02/25	Gregory B. Sanford	0.50	Conference with J. Goldfine, K&E team re valuation.
04/02/25	Michael James Sitcawich	0.50	Conference with M. MacKay, K&E team re valuation.
04/02/25	Gracie Smith	1.00	Conference with M. MacKay, K&E team re valuation. (.5); prepare for same (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Josh Sussberg, P.C.	0.70	Correspond with N. Greenblatt, K&E team re settlement status (.4); telephone conference with Company re same (.1); telephone conference with lenders re same (.2).
04/02/25	Eric J. Tarosky	0.50	Conference with J. Goldfine, K&E team re valuation.
04/02/25	Ishaan G. Thakran	4.30	Research re adequate protection, related issues (3.5); conference with B. Messing, K&E team re same (.4); correspond with J. Black, K&E team re same (.4).
04/02/25	Megan Kiku Trick	1.00	Conference with M. MacKay, K&E team re valuation (.5); prepare for same (.5).
04/02/25	Luz Tur-Sinai Gozal	2.60	Review, revise adequate protection objection (2.4); correspond with J. Black, B. Messing re same (.2).
04/02/25	Matthew Calloway Walker	0.50	Telephone conference with J. Goldfine, K&E team re valuation.
04/02/25	Jacob Walker	0.40	Conference with M. MacKay, K&E team re valuation.
04/02/25	Cara Yi	0.40	Telephone conference with M. MacKay, K&E team re valuation reports.
04/02/25	Tyler Yoo	1.00	Conference with M. MacKay, K&E team re valuation (.5); prepare for same (.5).
04/02/25	Mary Catherine Young	1.10	Review, analyze exclusivity hearing transcripts (.7); draft, revise summary re same (.4).
04/02/25	Shaoyao Yu	0.40	Conference with M. MacKay, K&E team re valuation.
04/02/25	Yun Zhang	0.40	Conference with M. MacKay, K&E team re valuation analysis.
04/03/25	Ziv Ben-Shahar	1.30	Review, analyze issues re solicitation (.9); correspond with YCST, Kroll re same (.4).
04/03/25	Jacob E. Black	5.60	Review, analyze issues re confirmation, related matters (3.2); review, analyze expert materials re same (1.8); telephone conferences with B. Messing, K&E team re same (.6).
04/03/25	Nicole L. Greenblatt, P.C.	4.00	Correspond and conferences with J. Sussberg, K&E team re exclusivity, related issues (2.1); correspond with Company re same (.3); review, revise materials re same (1.6).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/03/25	Derek I. Hunter	3.20	Correspond with B. Nakhaimousa, K&E team, Company advisors re case strategy, settlement considerations, plan issues (1.2); review, analyze issues re same (1.0); review, revise plan term sheet re same (1.0).
04/03/25	Sarah Jones	1.30	Review, analyze omnibus hearing transcript re confirmation issues.
04/03/25	Sarah Jones	1.10	Review, analyze adequate protection arguments and research.
04/03/25	Maddison Levine	2.80	Review, revise plan, related term sheet (1.3); review, analyze issues re same (.7); correspond with J. Raphael, K&E team, Company advisors re same (.4); conferences with J. Raphael, K&E team, Company advisors re same (.4).
04/03/25	Mark McKane, P.C.	2.50	Correspond with N. Greenblatt re exclusivity argument (.5); correspond re open settlement issues and latest proposals with J. Sussberg (.4); review, analyze issues re same, status of discovery efforts and next steps (.7); review, analyze settlement issues with Akin team (.4); correspond with Company re direct collection efforts re intercompany settlement (.5).
04/03/25	Brian Messing	5.90	Review, revise adequate protection objection outline (1.8); review, revise adequate protection objection (3.4); telephone conference with J. Black re same (.1); correspond with J. Black, K&E team re same (.6).
04/03/25	Brian Nakhaimousa	2.20	Review, analyze plan, settlement, exclusivity, confirmation related issues (1.4); correspond with M. Levine, K&E team, Company advisors re same (.8).
04/03/25	Sarah Osborne	0.40	Review, revise intercompany settlement term sheet.
04/03/25	Joshua Raphael	2.10	Conference with M. Levine, K&E team, Company advisors re plan (.4); review, revise same (1.4); prepare same for filing (.3).
04/03/25	Eric J. Tarosky	2.20	Review, analyze Akin report re releases, related issues (1.6); draft summary re same (.6).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Jacob E. Black	5.60	Review, analyze issues re confirmation, adequate protection motion (2.8); review, analyze expert materials re same (1.9); telephone conferences with B. Messing, I. Thakran re same (.9).
04/04/25	Nicole L. Greenblatt, P.C.	6.30	Correspond and conferences with M. Levine, K&E team, Company advisors re plan settlement, open items, next steps (2.9); review, revise settlement term sheet (2.3); review, analyze issues re exclusivity (1.1).
04/04/25	Derek I. Hunter	2.30	Telephone conference with M. Levine, K&E team, Alix, Company re management discussions, deal status (1.0); telephone conference with M. Levine, K&E team re settlement updates, exclusivity issues (.5); correspond with B. Nakhaimousa, K&E team, Company advisors re case strategy, deal status, plan issues (.8).
04/04/25	Sarah Jones	1.30	Review, analyze valuation reports re adequate protection dispute.
04/04/25	Michael Patrick Kenstowicz	0.40	Conference with N. Greenblatt, B. Arnault, D. Hunter re UCC standing motion.
04/04/25	Michael Patrick Kenstowicz	0.80	Review, analyze plan.
04/04/25	Maddison Levine	3.60	Telephone conference with J. Sussberg, K&E team re deal status, exclusivity (.5); review, revise notice of oral ruling re exclusivity (.2); correspond with YCST re same (.1); review, analyze expert rebuttal valuation reports (.6); correspond with B. Nakhaimousa, K&E team re same (.4); review, analyze plan, open issues (.6); correspond and conferences with J. Raphael, K&E team, PH re same (.4); review, analyze issues re same (.8).
04/04/25	Mark McKane, P.C.	0.50	Conferences with N. Greenblatt and K&E team re settlement, exclusivity and next steps.
04/04/25	Brian Messing	1.40	Review, analyze expert rebuttal reports re confirmation issues (1.1); correspond with J. Black, K&E team re adequate protection objection (.3).
04/04/25	Shawn OHargan, P.C.	1.50	Telephone conference with N. Greenblatt re settlement status (.5); review, analyze settlement materials (1.0).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Sarah Osborne	1.10	Compile, analyze plan term sheets re document discovery (.6); telephone conference with N. Greenblatt, K&E team, lenders re intercompany settlement (.5).
04/04/25	Sarah Osborne	0.30	Draft notice of oral bench ruling re exclusivity motion.
04/04/25	Joshua Raphael	0.40	Conference with D. Hunter, K&E team re plan, settlement discussions.
04/04/25	Josh Sussberg, P.C.	0.60	Telephone conference with N. Greenblatt re settlement status (.3) correspond with N. Greenblatt, K&E team re same (.2); telephone conference with disinterested director re same case status (.1).
04/04/25	Ishaan G. Thakran	5.50	Research re valuation rebuttal, sale process, confirmation issues (2.9); draft summary re same (1.9); correspond with J. Black, K&E team re same (.4); conferences with J. Black, Alix re same (.3).
04/04/25	Luz Tur-Sinai Gozal	1.00	Review, revise adequate protection objection outline (.9); correspond with J. Black, K&E team re same (.1).
04/05/25	Jacob E. Black	1.40	Review, analyze issues re confirmation, related matters (1.1); review, analyze expert materials re same (.3).
04/05/25	Nicole L. Greenblatt, P.C.	1.50	Review and revise exclusivity reply (.5); correspond and conferences with D. Hunter, K&E team re settlement open items (.7); review, revise settlement term sheet (.3).
04/05/25	Derek I. Hunter	2.10	Review, analyze intercompany settlement term sheet (.6); review, analyze amended plan (.4); review, revise exclusivity reply (.3); review, analyze issues re same (.8).
04/05/25	Ishaan G. Thakran	1.40	Research re confirmation issues re sale process (1.0); correspond with B. Messing re same (.4).
04/06/25	Julia F. Burnson	0.30	Correspond with R. Golden re hearing re exclusivity motion.
04/06/25	Nicole L. Greenblatt, P.C.	4.50	Conferences and correspond with M. Levine, K&E team re plan settlement matters and next steps (2.1); review, revise term sheet, related materials (1.3); correspond with S. Osborne, K&E team, Company advisors re same (1.1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/06/25	Shayne Henry	0.20	Correspond with M. Levine re intercompany settlement.
04/06/25	Derek I. Hunter	2.10	Correspond and conference with M. Levine, K&E team, Company advisors re case strategy, deal status, plan issues (1.1); review, analyze issues re same (.4); review, revise work product re same (.6).
04/06/25	Sarah Osborne	0.90	Telephone conference with N. Greenblatt re settlement term sheet (.2); review, revise same (.7).
04/07/25	Ziv Ben-Shahar	1.30	Correspond with PH re solicitation, ballots (.6); correspond with Kroll re same (.4); analyze issues re same (.3).
04/07/25	Jacob E. Black	6.00	Review, analyze issues re confirmation, related matters (3.8); correspond with B. Messing, K&E team re same (.3); draft, revise objection re adequate protection, confirmation (1.9).
04/07/25	Nicole L. Greenblatt, P.C.	6.10	Correspond and telephone conferences with J. Sussberg, K&E team, Company advisors, lender advisors re settlement discussions and next steps (2.1); review and revise settlement term sheets (1.3); review, analyze issues re same (1.2); telephone conference with J. Sussberg, K&E team re exclusivity and next steps around settlement (.9); review, analyze issues re same (.6).
04/07/25	Derek I. Hunter	2.40	Telephone conferences with N. Greenblatt, K&E team, Ducera, Alix, Lazard, PH re deal status, plan issues, next steps (1.0); telephone conference with M. Levine, K&E team, Company advisors re case strategy, deal status, plan issues (.5); correspond with M. Levine K&E team re same (.9).
04/07/25	Sarah Jones	0.20	Correspond with B. Messing re confirmation issues.
04/07/25	Maddison Levine	1.60	Review, revise settlement term sheet (.6); correspond and conferences with D. Hunter, K&E team, Company advisors re same (.6); review, analyze research re solicitation (.4).
04/07/25	Melanie MacKay	0.80	Review, analyze inter-company settlement communications (.5); conference with M. Levine re same (.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

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04/07/25	Brian Messing	6.70	Review, revise adequate protection objection (3.9); review, analyze comments re same (2.5); correspond with J. Black, K&E team re same (.3).
04/07/25	Brian Nakhaimousa	1.50	Conference with M. Young, counsel to franchisee re executory contract matters (.5); follow up conference with M. Young re same (.3); review, analyze, research re issues re same (.7).
04/07/25	Josh Sussberg, P.C.	1.00	Telephone conference with Company, Ducera re case strategy, deal status, next steps (.3); correspond with N. Greenblatt, K&E team re same, settlement status (.4); correspond with N. Greenblatt re exclusivity ruling, next steps (.3).
04/07/25	Luz Tur-Sinai Gozal	4.60	Review, analyze expert valuation reports (2.9); correspond with J. Black, B. Messing re same (.3); review, revise adequate protection objection re same (1.4).
04/08/25	Jacob E. Black	6.50	Review, revise adequate protection objection (3.7); correspond with B. Messing, K&E team re same (.1); review, analyze pleadings, valuation reports re same (1.9); telephone conference with B. Messing, K&E team re same (.8).
04/08/25	Nicole L. Greenblatt, P.C.	4.70	Correspond and conferences with D. Hunter, K&E team, Ducera, Alix re settlement matters and fee forecasting for settlement purposes (1.1); review, analyze plan, related issues (1.5); review and revise settlement term sheets and related materials (1.4); correspond with M. Levine, K&E team re same (.7).
04/08/25	Derek I. Hunter	1.50	Telephone conference with Company, Company advisors re case strategy, deal status, plan issues (1.0); telephone conference with M. Levine, K&E team, Company advisors re work in process, plan issues, settlement status (.3) correspond with B. Nakhaimousa, K&E team re same (.2).
04/08/25	Sarah Jones	0.50	Conference with J. Black, K&E team re confirmation issues.
04/08/25	Sarah Jones	3.20	Review, revise objection to adequate protection motion (3.0); conference with B. Messing re same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/08/25	Constantina Leodis	0.60	Review, revise settlement term sheet (.4); correspond with M. Levine re same (.2).
04/08/25	Maddison Levine	0.90	Review, revise plan supplement summary (.4); correspond with S. Osborne re same (.2); correspond with LW re ABL stipulation (.2); review, analyze same (.1).
04/08/25	Dominick Vito Manetta	2.10	Draft, revise plan supplement summary (1.7); correspond with M. Levine K&E team re same (.4).
04/08/25	Brian Messing	9.00	Review, revise adequate protection objection (7.3); correspond with J. Black, K&E team re same (.4); telephone conference with J. Black re same (.5); conference with J. Black, K&E team re confirmation workstreams (.5); telephone conference with J. Raphael re re-solicitation research (.1); correspond with J. Raphael, S. Osborne re same (.2).
04/08/25	Sarah Osborne	4.20	Research re re-solicitation, supplemental disclosure notices (2.2); draft summary re same (.9); draft amended plan supplement notice (.7); review, revise plan supplement document summary re same (.4).
04/08/25	Joshua Raphael	3.50	Review, analyze plan re cure issues (.2); correspond with B. Nakhaimousa, M. Levine re same (.1); review, analyze, research re re-solicitation, hearing transcript, issues re same (1.9); telephone conference with B. Messing re same (.1); review, analyze plan supplement summary (.4); research re re-solicitation (.8).
04/08/25	Luz Tur-Sinai Gozal	6.40	Telephone conferences with J. Black re valuation reports, adequate protection issues (1.1); telephone conference with J. Black, K&E team re confirmation workstream updates (.5); revise adequate protection objection (3.9); review, analyze materials re same (.9).
04/09/25	Jacob E. Black	7.00	Review, analyze issues re confirmation, related matters (1.1); correspond with B. Messing, K&E team re same (.1); review, revise objection re adequate protection (3.8); further draft, revise objection re same (2.0).
04/09/25	Caroline Buthe	0.20	Review, revise adjourned confirmation hearing notice.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/09/25	Rachel Golden	0.30	Review, analyze notice of adjourned confirmation hearing (.2); correspond with J. Raphael, YC re same (.1).
04/09/25	Nicole L. Greenblatt, P.C.	4.10	Conference and correspond with D. Hunter, K&E team re open settlement issues (1.1); review, analyze plan, term sheets, plan settlement matters (2.3); correspond and conferences with M. Levine, K&E team, Company advisors, lender advisors re same, next steps (.7).
04/09/25	Derek I. Hunter	2.80	Correspond with M. Levine, K&E team, Company advisors re case strategy, deal status, plan issues (1.0); review, analyze issues re same (.3); review, revise work product, analyses re same (.7); correspond with B. Nakhaimousa, K&E team re plan, open issues (.8).
04/09/25	Maddison Levine	2.10	Review, analyze research re supplemental solicitation (.5); correspond with B. Nakhaimousa, K&E team re same, next steps (.4); review, analyze default interest issues (.3); review, revise summary re plan supplement materials (.5); correspond with S. Osborne, K&E team re same, open items (.4).
04/09/25	Dominick Vito Manetta	0.10	Draft, revise plan supplement summary.
04/09/25	Brian Messing	11.80	Review, revise adequate protection objection (3.9) review, analyze related materials re same (1.8); telephone conferences with J. Black re same (.4); correspond with J. Black, K&E team re same (.4); review, analyze precedent re valuation, sale considerations (1.2); review, analyze precedent re equitable mootness, estoppel (3.6); draft summary re same (.3); review, analyze expert reports re valuation metrics, related information (.2).
04/09/25	Brian Nakhaimousa	0.50	Correspond with M. Levine, K&E team re solicitation matters.
04/09/25	Sarah Osborne	7.50	Review, revise plan supplement notice (.6); research re re-solicitation, notice for same (3.1); draft summary re same (2.8); correspond with J. Raphael, K&E team re settlement, next steps (1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/09/25	Joshua Raphael	2.20	Review, analyze precedent re-solicitation motion (.6); research re supplemental disclosure filing, re-solicitation (.5); conference with M. Levine, K&E team re same (.9); draft correspondence to N. Greenblatt re re-solicitation (.2).
04/09/25	Luz Tur-Sinai Gozal	0.10	Correspond with J. Black, K&E team re adequate protection objection.
04/10/25	Jacob E. Black	8.60	Draft, revise objection re adequate protection, plan confirmation (3.9); research case law re same (.5); review, analyze research re same (.3); review, revise objection re same (3.9).
04/10/25	Jeffrey Ross Goldfine	0.30	Telephone conference with M. Vild and G. Bosch re plan objection.
04/10/25	Jeffrey Ross Goldfine	0.30	Telephone conference with N. Greenblatt, K&E team re settlement.
04/10/25	Nicole L. Greenblatt, P.C.	4.60	Conference and correspond with D Hunter, K&E team re plan objections, settlement status (1.9); conference and correspond with PH, W&C, M. Levine, K&E team re settlement matters (1.6); review, revise term sheets re same (.8); correspond with M. Levine, K&E team re same (.3).
04/10/25	Derek I. Hunter	0.50	Telephone conference with M. Levine, K&E team re term sheet, amended plan.
04/10/25	Maddison Levine	3.20	Review, revise settlement term sheet (.6); correspond and conferences with D. Hunter, K&E team, Company advisors, Company re same (.5); telephone conference with B. Nakhaimousa, K&E team, Company advisors re ABL status (.5); review, revise plan supplement materials (1.1); correspond and conferences with B. Nakhaimousa, K&E team, Alix re same (.5).
04/10/25	Dominick Vito Manetta	0.30	Draft, revise plan supplement.
04/10/25	Mark McKane, P.C.	1.90	Conferences with B. Arnault, K&E team re settlement terms, conditions (1.4); review, analyze supplemental disclosure, solicitation issues (.5).

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/10/25	Brian Nakhaimousa	2.90	Review, analyze Plan supplement materials, term sheet, confirmation-related issues (1.3); conference with J. Raphael, K&E team re confirmation issue (.8). Review revised settlement term sheet (.6); correspond with M. Levine, K&E team, Company advisors, Company re same (.2).
04/10/25	Sarah Osborne	5.90	Draft summary re plan treatment of professional fees (.7); review, revise amended plan supplement notice (.5); draft notice of settlement (.7); review, revise same (.2); draft settlement term sheet (1.9); review, revise same (.8); correspond with M. Levine, K&E team re same (.4); draft motion to approve supplemental disclosure (.7).
04/10/25	Joshua Raphael	3.20	Telephone conference with B. Nakhaimousa, M. Levine re supplemental disclosure (.8); telephone conference with Company re settlement (.2); review, analyze term sheet re supplemental disclosure (1.1); research precedent re same (1.1).
04/10/25	Josh Sussberg, P.C.	1.50	Telephone conference with N. Greenblatt re settlement status, case strategy (.2); telephone conference with Company re same (.5); correspond with N. Greenblatt re settlement status, related issues, next steps (.3); telephone conference with disinterested director re same (.2); telephone conference with PSZJ re same (.1); correspond with N. Greenblatt, K&E team re confirmation issues, disinterested director investigation report (.2).
04/11/25	Nicole L. Greenblatt, P.C.	3.20	Conferences and correspond D. Hunter, K&E team re deal status, open issues, next steps (1.1); review, revise term sheet (.6); review, analyze Wartell report, releases, plan issues (.8); correspond and conference with J. Sussberg, K&E team re same (.7).
04/11/25	Shayne Henry	0.70	Correspond with B. Arnault re settlement (.2); correspond with B. Arnault, K&E team re same (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

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04/11/25	Derek I. Hunter	3.90	Correspond with B. Nakhaimousa, K&E team, Company advisors re confirmation status, open items (1.0); review, analyze issues re same (.4); review, revise settlement term sheet (.9); review, analyze plan re same (.5); correspond with N. Greenblatt, K&E team re deal status, open issues, next steps (1.1).
04/11/25	Maddison Levine	2.70	Review, revise settlement term sheet (.9); correspond and conferences with D. Hunter, K&E team re same, next steps (1.1); review, analyze issues re same (.7).
04/11/25	Melanie MacKay	0.30	Conference with M. McKane, K&E team re settlement
04/11/25	Mark McKane, P.C.	2.40	Review, analyze plan considerations re releases, indemnification (1.5); correspond with N. Greenblatt, K&E team, Company advisors re same (.9).
04/11/25	Brian Messing	4.90	Draft confirmation brief (3.1); review, analyze precedent re confirmation requirements (1.8).
04/11/25	Brian Nakhaimousa	2.50	Telephone conference with W&C, PH, PSZJ, D. Hunter, K&E team re settlement (.5); review, analyze, comment on settlement term sheet (1.1); correspond with M. Levine, K&E team re same, plan (.3); conferences with M. Levine, K&E team re same (.6).
04/11/25	Sarah Osborne	1.80	Review, revise settlement term sheet (.5); draft status conference notice re same (.9); telephone conference with J. Sussberg, K&E team, W&C, PH, Akin re same (.4).
04/11/25	Joshua Raphael	3.70	Review, analyze plan precedent re plan D&O provisions, releases (1.0); correspond with D. Hunter, K&E team re same (.1); review, analyze supplemental disclosure precedent (.4); draft same (2.0); telephone conference with M. Levine, K&E team, PSZJ, W&C, PH re settlement discussions (.2).
04/12/25	Nicole L. Greenblatt, P.C.	1.80	Conferences and correspond with M. McKane, K&E team re settlement issues (.9); review, analyze same, plan (.9).
04/12/25	Derek I. Hunter	1.00	Review, analyze deal considerations, related issues (.5); correspond with B. Nakhaimousa, K&E team re deal documents (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/12/25	Brian Messing	1.20	Draft confirmation brief.
04/12/25	Sarah Osborne	2.10	Draft supplemental disclosure statement motion.
04/12/25	Joshua Raphael	1.50	Review, revise supplemental disclosure statement.
04/12/25	Josh Sussberg, P.C.	0.20	Correspond with N. Greenblatt, K&E team re settlement status, next steps.
04/13/25	Nicole L. Greenblatt, P.C.	1.00	Review and revise supplemental disclosure statement materials (.7); correspond with B. Nakhaimousa, K&E team re same (.3).
04/13/25	Maddison Levine	0.50	Review, analyze research re default interest (.3); correspond with C. Buthe, K&E team re same (.2).
04/13/25	Brian Nakhaimousa	2.30	Review, revise supplemental disclosure statement materials (2.2); correspond with J. Raphael re same (.1).
04/13/25	Sarah Osborne	0.90	Draft motion re supplemental disclosure statement.
04/13/25	Joshua Raphael	3.00	Draft supplemental disclosure statement.
04/13/25	Josh Sussberg, P.C.	0.10	Correspond with N. Greenblatt, K&E team re settlement status.
04/14/25	Bill Arnault, P.C.	4.10	Telephone conference with M. McKane re settlement term sheet (.6); review, analyze same (.4); draft summary re same (.3); review, analyze plan terms (.9); telephone conference with Company re same (.5); prepare for same (.6); correspond with J. Goldfine, K&E team re settlement, insurance issues (.8).
04/14/25	Bill Arnault, P.C.	0.30	Telephone conference with PH team, Lazard team, M. Levine, K&E team, Company advisors re matter status updates.
04/14/25	Ziv Ben-Shahar	1.20	Correspond with PH, Kroll re ballots (.5); review, analyze issues re same (.7).
04/14/25	Jeffrey Ross Goldfine	1.20	Review, analyze settlement term sheet (.2); telephone conference with Company, N. Greenblatt, K&E team re settlement issues (.5); telephone conference with N. Greenblatt, PH, PSZJ re same (.3); correspond with B. Arnault, K&E team re same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

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04/14/25	Nicole L. Greenblatt, P.C.	2.10	Review and revise updated term sheet (.8); conference with M. Levine, K&E team re release issues (.5); correspond with Company re same, next steps (.4); review, analyze plan (.4).
04/14/25	Maddison Levine	2.30	Review, revise settlement term sheet (.2); correspond and telephone conferences with D. Hunter, K&E team re same, next steps (.8); draft correspondence re DS supplement process (.5); review, revise DS supplement, notice re same (.8).
04/14/25	Brian Messing	8.40	Draft confirmation brief (3.9); review, analyze precedent re confirmation issues (3.2); further draft confirmation brief (1.3).
04/14/25	Brian Nakhaimousa	0.20	Correspond with Z. Ben Shahar re solicitation matters.
04/14/25	Brian Nakhaimousa	4.00	Telephone conference with M. Levine, K&E team, Company re settlement (.5); review, analyze open issues, related documentation re settlement, confirmation re same (3.1); correspond with M. Levine, K&E team re same (.4).
04/14/25	Sarah Osborne	8.90	Draft motion re supplemental disclosure statement (3.9); research re same (1.9); revise same (.3); review, revise settlement term sheet (2.8).
04/14/25	Joshua Raphael	4.30	Review, revise supplemental disclosure statement (2.0); revise settlement term sheet re same (.4); further revise supplemental disclosure statement (1.5); conference with M. Levine, K&E team, Company re settlement (.4).
04/14/25	Josh Sussberg, P.C.	0.50	Correspond with N. Greenblatt, K&E team re settlement status, related considerations (.3); correspond with N. Greenblatt, K&E team re management discussions re same (.1); correspond with N. Greenblatt, K&E team re W&C comments re settlement term sheet (.1).
04/15/25	Bill Arnault, P.C.	0.60	Review, analyze settlement term sheet, plan (.4); draft, revise correspondence re same (.2).
04/15/25	Ziv Ben-Shahar	0.70	Correspond with Kroll, PH re ballots.
04/15/25	Jacqueline Cloutier	0.40	Review, revise disclosure statement supplement.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/15/25	Julia Fletcher	2.00	Research re equitization, plan confirmation (1.8); review, analyze plan issues re same (.2).
04/15/25	Nicole L. Greenblatt, P.C.	4.30	Review and revise updated term sheet, supplemental DS materials (1.8); review, analyze plan, releases re same (.6); conferences and correspond with D. Hunter, K&E team, Company advisors, lender advisors re same (1.1); review, analyze solicitation issues, related research (.8).
04/15/25	Derek I. Hunter	4.30	Telephone conference with M. Levine, K&E team re settlement discussions, case strategy, related issues (1.0); correspond with M. Levine, K&E team, Company advisors re confirmation work in process, plan issues (1.8); review, analyze materials re plan (.5); review, revise work product, analyses re same (1.0).
04/15/25	Maddison Levine	1.60	Review, revise settlement term sheet (.7); correspond and conferences with D. Hunter, K&E team, Company advisors re same, open items, next steps (.9).
04/15/25	Drew Maliniak	0.60	Review, revise supplemental disclosure statement re securities distribution mechanics (.4) correspond with J. Raphael re same (.2).
04/15/25	Mark McKane, P.C.	1.70	Review, analyze issues re settlement, releases (1.3); conference with N. Greenblatt, D. Hunter re outstanding deal issues (.4).
04/15/25	Brian Messing	5.40	Draft confirmation brief (3.1); review, analyze precedent re confirmation issues (2.1); telephone conference with J. Black re same (.2).
04/15/25	Brian Nakhaimousa	1.30	Correspond with J. Raphael, K&E team re plan, plan supplement, settlement, disclosure matters (.7); review, analyze open issues, materials, next steps re same (.6).
04/15/25	Sarah Osborne	8.90	Draft motion re supplemental disclosure statement (3.9); review, revise same (.9); review, revise settlement term sheet (3.4); correspond with D. Hunter, K&E team, W&C, PH, PSZJ re same (.7).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/15/25	Joshua Raphael	5.40	Review, revise supplemental disclosure statement (2.4); conference with Alix re same (.1); review, analyze revised term sheet (.2); telephone conference with B. Nakhaimousa, K&E team re settlement (1); correspond D. Hunter, K&E team re plan (.2) review, analyze correspondence re same (.2); review, revise plan (1.3).
04/15/25	Josh Sussberg, P.C.	0.30	Correspond with N. Greenblatt, K&E team re settlement.
04/15/25	Luz Tur-Sinai Gozal	1.00	Conference with B. Messing re confirmation objections (.7); draft plan objection summary (.3).
04/16/25	Bill Arnault, P.C.	1.80	Review, analyze comments to settlement term sheet (.5); correspond with M. Levine, K&E team re same (.4); review, analyze plan documents (.4); research re settlements (.5).
04/16/25	Bill Arnault, P.C.	0.40	Conference with Company re settlement.
04/16/25	Jacqueline Cloutier	0.10	Review, revise disclosure statement supplement.
04/16/25	Jeffrey Ross Goldfine	0.80	Conference with N. Greenblatt, M. McKane, K&E team, Company re settlement (.2); conference with B. Arnault re same (.1); conference with PH team, D. Hunter, K&E team, W&C team re same (.4); telephone conference with PH team re same (.1).
04/16/25	Nicole L. Greenblatt, P.C.	6.50	Review and revise settlement term sheet (1.3); review, analyze plan materials and related issues re same (2.3); conferences and correspond with M. Levine, K&E team, Company advisor teams and Company re same, next steps, open items (2.9).
04/16/25	Derek I. Hunter	4.90	Telephone conference with M. Levine, K&E team, Company re settlement term sheet (1.0); review, analyze deal considerations, related plan issues (1.0); correspond with B. Nakhaimousa, K&E team, Company advisors re deal status, plan issues, next steps (1.0); review, analyze issues re same (.5); review, revise settlement term sheet, plan re same (1.4).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

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04/16/25	Maddison Levine	1.90	Review, revise plan objection summaries (.6); correspond with S. Osborne, K&E team, YCST re same (.3); review, analyze plan, confirmation order (.3); correspond and conference with LW re ABL default interest (.3); conference with Cozen, B. Nakhaimousa re plan, settlement, next steps (.4).
04/16/25	Drew Maliniak	0.90	Draft, revise plan defined terms (.7) correspond with J. Raphael re same (.2).
04/16/25	Mark McKane, P.C.	1.10	Review, analyze settlement, release and funding compromises (.8); review and revise term sheet re same (.3).
04/16/25	Brian Messing	5.70	Draft confirmation brief (3.8); telephone conference with J. Black re same (.3); review, analyze precedent re confirmation issues (1.6).
04/16/25	Brian Nakhaimousa	3.90	Conference with counsel to Prophecy trust (.5); review, analyze confirmation, plan-related issues (2.1); correspond with J. Raphael, K&E team re same (.8); conferences with M. Levine re same (.5).
04/16/25	Brian Nakhaimousa	0.30	Conference with Company, M. Levine, K&E team re settlement.
04/16/25	Maureen D. O'Brien	0.50	Correspond with M. Levine, K&E team re plan, open items.
04/16/25	Sarah Osborne	6.40	Review, revise plan settlement term sheet (2.1); correspond with M. Levine, K&E team, settlement counterparties re same (.4); research re confirmation order language (.5); correspond with counterparty re same (.1); review, revise notice of settlement (.4); review, revise order re supplemental disclosure statement (2.9).
04/16/25	Joshua Raphael	6.30	Review, revise plan, supplemental disclosure statement (3.9); correspond with M. Levine, K&E team, settlement counterparties re same (.4); correspond with S. Osborne re confirmation order (.4); review, revise same (1.6).
04/16/25	Josh Sussberg, P.C.	0.40	Correspond with N. Greenblatt, K&E team re settlement status (.1); review revise settlement term sheet (.2); telephone conference with Company re same (.1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/17/25	Bill Arnault, P.C.	0.90	Review, revise supplemental disclosure statement.
04/17/25	Nicole L. Greenblatt, P.C.	2.20	Review, finalize plan settlement term sheet (1.3); conferences and correspondence with M. Levine, K&E team, settlement parties re same (.9).
04/17/25	Derek I. Hunter	0.90	Correspond with B. Nakhaimousa, K&E team re deal work in process, plan issues, related documents.
04/17/25	Maddison Levine	4.60	Review, finalize settlement term sheet (.5); coordinate filing of same (.7); review, revise notice of same (.3); correspond with S. Osborne, K&E team, YCST re same (.2); review, revise DS supplement (.7); correspond with B. Nakhaimousa, K&E team re same (.4); review, analyze research re supplemental solicitation (.5); correspond with B. Nakhaimousa, K&E team re same, next steps (.4); telephone conference with Ducera, B. Nakhaimousa, K&E team re plan recoveries (.5); review, analyze issues, DS supplement re same (.4).
04/17/25	Mark McKane, P.C.	1.40	Review, analyze outlines re release and settlement issues (.9); conference with Company, M. Levine, K&E team re final term sheet (.5).
04/17/25	Brian Messing	6.40	Draft confirmation brief (3.4); telephone conference with J. Black re same (.1); correspond with L. Tur-Sinai Gozal re same (.3); review, analyze precedent re confirmation issues (2.6).
04/17/25	Brian Nakhaimousa	4.70	Conference with J. Raphael, K&E team, Ducera, AlixPartners re plan, DS matters (.5); conference with M. Levine, K&E team re plan (.8); review, analyze open issues, next steps re settlement, disclosure, notice, status conference (1.9); correspond with M. Levine, K&E team re same (.7); review, revise DS supplement (.7); correspond with J. Raphael, K&E team re same (.1).
04/17/25	Shawn OHargan, P.C.	0.50	Telephone conference with Company re governance term sheet.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/17/25	Sarah Osborne	1.70	Draft notice of settlement (.2); review, revise same (.2); compile, analyze term sheet, related notice for filing (.3); draft notice of status conference (.3); review, revise order re supplemental disclosure statement (.7).
04/17/25	Joshua Raphael	4.90	Review, revise plan, supplemental disclosure statement (1.8); telephone conference with M. Levine re same (.5); telephone conference with Ducera re plan, supplemental disclosure statement (.5); review, revise same (1.6); telephone conference with PH, Lazard, M. Levine, K&E team re same (.5).
04/17/25	Josh Sussberg, P.C.	0.30	Correspond with N. Greenblatt, K&E team re settlement, next steps.
04/17/25	Luz Tur-Sinai Gozal	5.60	Review, analyze confirmation brief precedent (1.1); draft confirmation brief (4.3); correspond with B. Messing re same (.2).
04/18/25	Bill Arnault, P.C.	0.90	Review, analyze release language (.8); correspond with M. McKane, K&E team re same (.1).
04/18/25	Nicole L. Greenblatt, P.C.	1.90	Review updates on settlement matters and litigation stay matters (1.4); conference with M. Levine, K&E team re open issues on process and next steps for status conference (.5).
04/18/25	Derek I. Hunter	1.80	Telephone conference with M. Levine, K&E team, Alix, Company re management discussions, deal status (.5); telephone conference with B. Nakhaimousa, K&E team, Company re confirmation issues, related depositions (.5); review, analyze materials re same (.8).
04/18/25	Maddison Levine	2.50	Review, revise plan (.7); correspond with J. Raphael, K&E team, Company advisors re same (.5); review, revise DS supplement, order approving same (1.3).
04/18/25	Brian Messing	5.10	Draft confirmation brief (3.8); correspond with L. Tur-Sinai Gozal re same (.1); review, analyze precedent re confirmation issues (1.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

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04/18/25	Brian Nakhaimousa	7.20	Review, revised plan (3.6); correspond with J. Raphael, K&E team re same (.4); review, revise supplemental disclosure statement (2.0); correspond with M. Levine, K&E team re same (.3); review, analyze plan confirmation issues (.9).
04/18/25	Sarah Osborne	2.80	Review, revise order re supplemental disclosure statement (2.1); review, analyze issues, precedent re same (.7).
04/18/25	Joshua Raphael	5.10	Review, revise plan (1.1); correspond with M. Levine, K&E team re same (1.1); further revise same, supplemental disclosure statement (2.0); correspond with S. Osborne, K&E team re same (.9).
04/18/25	Josh Sussberg, P.C.	0.10	Correspond with N. Greenblatt, K&E team re settlement, status.
04/18/25	Luz Tur-Sinai Gozal	4.00	Draft, revise confirmation brief (3.9); correspond with B. Messing re same (.1).
04/19/25	Jacqueline Cloutier	0.40	Review, revise amended plan.
04/19/25	Nicole L. Greenblatt, P.C.	1.00	Review, analyze update correspondence re plan and disclosure statement supplement issues.
04/19/25	Derek I. Hunter	2.20	Review, analyze deal considerations, related issues (1.2); review, revise plan, DS supplement materials (.6); correspond with B. Nakhaimousa, K&E team re same (.4).
04/19/25	Maddison Levine	3.60	Review, analyze plan (2.4); review revise supplemental DS order (1.2).
04/19/25	Brian Nakhaimousa	0.50	Correspond with J. Black, K&E team re plan confirmation issues (.3); correspond with M. O'Brien re plan re TVS sale (.1); correspond with Ducera re DS supplement (.1).
04/19/25	Shawn OHargan, P.C.	0.30	Review, analyze emergence structure.
04/19/25	Joshua Raphael	2.60	Review, revise plan (2.5); correspond with M. Levine, K&E team re same (.1).
04/20/25	Bill Arnault, P.C.	0.40	Review, analyze amended plan.
04/20/25	Nicole L. Greenblatt, P.C.	0.50	Review and revise amended plan.
04/20/25	Derek I. Hunter	0.50	Correspond with B. Nakhaimousa, K&E team re deal considerations, related issues.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

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04/20/25	Maddison Levine	5.10	Review, revise amended plan (.9); correspond with D. Hunter, K&E team re same (.3); review, revise DS supplement, order approving same (2.4); review, analyze research summaries, issues re same (.6); correspond with Ducera, Alix, PH re same, open items (.3); review, analyze plan objection summaries (.6).
04/20/25	Drew Maliniak	0.90	Review, revise plan re securities law considerations, intercompany settlement (.8); correspond with J. Raphael re same (.1).
04/20/25	Mark McKane, P.C.	0.50	Review, analyze amended plan (.4); correspond with M. Levine re same (.1).
04/20/25	Brian Nakhaimousa	0.30	Correspond with J. Raphael, M. Levine, S. Osborne re amended plan.
04/20/25	Sarah Osborne	1.60	Draft confirmation objection summary (1.1); review, revise order re supplemental disclosure statement (.5).
04/20/25	Joshua Raphael	3.60	Review, revise plan (1.1); correspond with M. Levine re same (.1); review, analyze same (.5); correspond with N. Warther, K&E team re restructuring transactions memorandum (.1); review, revise supplemental disclosure statement (1.6); correspond with M. Levine, K&E team re same (.2).
04/21/25	Bill Arnault, P.C.	2.00	Review, analyze amended plan, plan supplement documents (1.7); telephone conference with PH, Lazard re same (.3).
04/21/25	Ziv Ben-Shahar	0.60	Analyze issues re lender holdings, loan registers (.4); correspond with Ducera, Alix re same (.2).
04/21/25	Rob Fowler, P.C.	0.30	Review, analyze amended plan.
04/21/25	Nicole L. Greenblatt, P.C.	3.60	Conference and correspond with M. Levine, K&E team re open issues on settlement slides (.4) prepare for status conference (2.1); conference with Prophecy Trust counsel re plan objection issues (.4); conferences and correspond with D. Hunter, K&E team re same (.3); review and analyze comments to DS supplement (.4).
04/21/25	Keli Huang	1.30	Telephone conference with L. Yang and J. Mark re emergence considerations (.5); review, revise plan (.8).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/21/25	Sarah Jones	0.50	Conference with B. Nakhaimousa, K&E team re confirmation issues.
04/21/25	Maddison Levine	4.30	Review, revise plan supplement status summary (.4); correspond with S. Osborne, K&E team re same (.2); telephone conference with B. Nakhaimousa, K&E team re confirmation brief (.5); review, revise term sheet, slide re same (.6); correspond with B. Nakhaimousa, K&E team re same (.3); review, revise DS supplement, order approving same (.8); correspond with J. Raphael, K&E team re same (.2); review, analyze plan objections, summary re same (.5); correspond with S. Osborne, K&E team re same (.3); prepare for settlement status conference (.5).
04/21/25	Dominick Vito Manetta	0.90	Review, revise plan supplement summary.
04/21/25	Julia Mark	2.80	Draft emergence summary (2.3); telephone conference with L. Yang, K&E team re same (.5).
04/21/25	Mark McKane, P.C.	1.30	Review, analyze W&C plan comments (.7); correspond with B. Arnault, K&E team re same, scope of identified and actionable claims (.6).
04/21/25	Brian Messing	7.00	Draft confirmation brief (2.2); review, analyze precedent re section 510(b), related issues (2.2); draft summary analysis re same (1.4); telephone conference with J. Black re same (.6); conference with B. Nakhaimousa, K&E team re same (.4); correspond with L. Tur-Sinai Gozal re same (.2).
04/21/25	Brian Nakhaimousa	6.30	Conference with J. Black, K&E team re confirmation brief, next steps (.5); correspond with same re same (.3); review, analyze, revise plan, plan supplement, supplemental DS (2.8); correspond with J. Raphael, K&E team re same (2.7).
04/21/25	Shawn OHargan, P.C.	0.70	Review, analyze amended plan.
04/21/25	Sarah Osborne	2.90	Review, revise plan supplement summary (.3); review, revise confirmation objection summary (.5); review, revise supplemental disclosure statement (.2); research re plan language (1.9).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

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04/21/25	Joshua Raphael	4.00	Review, revise supplemental disclosure statement (1.7); review, revise plan (1.3); correspond with M. Levine, K&E team re same (.7); conference with M. Levine, K&E team re same (.3).
04/21/25	Maddison Malone Riddick	0.50	Review, analyze plan re compensation-related considerations.
04/21/25	Luz Tur-Sinai Gozal	7.20	Review, revise confirmation brief (1.8); correspond with B. Messing re same (.1); conference with B. Nakhaimousa, K&E team re same, claims analysis (.4); telephone conference with B. Messing re same, claims analysis (.1); research, analyze pleadings, case law re same (4.6); correspond with J. Black, K&E team re same (.2).
04/21/25	Linda Yang	0.60	Review, revise plan.
04/22/25	Bill Arnault, P.C.	0.90	Review, analyze amended plan, plan supplement documents.
04/22/25	Julia F. Burnson	0.20	Manage logistics and deadlines re confirmation.
04/22/25	Rob Fowler, P.C.	0.30	Review, analyze amended plan.
04/22/25	Nicole L. Greenblatt, P.C.	2.30	Correspond and various conferences with J. Sussberg, K&E team, Company advisors re status conference, scheduling, next steps (1.3); telephone conference with lender advisors re same (.5); telephone conference with Akin re go forward process (.5).
04/22/25	Derek I. Hunter	1.00	Telephone conference with M. Levine, K&E team, Alix, Company re case strategy, deal status, plan issues, next steps (.5); telephone conference with M. Levine, K&E team, PSZJ, PH, W&C, Company re supplemental disclosure statement order (.5).
04/22/25	Sarah Jones	0.50	Telephone conference with Ducera, B. Messing re confirmation issues.
04/22/25	Maddison Levine	4.20	Correspond and telephone conferences with J. Raphael, K&E team re amended plan (.9); review, revise same (1.5); correspond with plan objectors re confirmation timeline (.4); review, analyze issues re same, next steps (.5); review, revise DS supplement (.6); correspond with J. Raphael re same (.3).
04/22/25	Julia Mark	1.20	Draft emergence workstream summary.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/22/25	Mark McKane, P.C.	2.10	Review, analyze supplemental disclosure statement, plan, scheduling issues (1.2); correspond with N. Greenblatt re same (.4); draft summary re global settlement (.5).
04/22/25	Brian Messing	8.50	Draft, revise confirmation brief (3.9); review, analyze related materials re same (.6); conference with L. Tur-Sinai Gozal, S. Jones, Alix re prophecy trust claims issues (.1); review, analyze precedent re section 510(b), related issues (2.9); telephone conferences with J. Black re same (.6); telephone conferences with L. Tur-Sinai Gozal re same (.2); correspond with J. Black, L. Tur-Sinai Gozal re same (.2).
04/22/25	Brian Nakhaimousa	7.80	Telephone conferences with M. Levine, K&E team re plan (1.6); correspond with M. Levine, K&E team re plan, supplemental disclosure statement (2.1); correspond with counsel to franchisee re Buddy's cure matters (.6); conference with AlixPartners, M. Levine, K&E team re confirmation issue (.5); conference with Ducera, M. Levine, AlixPartners re DS issue (.5); review, analyze supplemental disclosure statement (1.1); review, analyze revised plan (1.4).
04/22/25	Maureen D. O'Brien	0.40	Review, analyze plan language re employee issues.
04/22/25	Shawn OHargan, P.C.	0.30	Review, analyze amended plan.
04/22/25	Sarah Osborne	1.30	Review, revise order re supplemental disclosure statement (.7); telephone conference with M. Levine, K&E team re same (.3); telephone conference with M. Levine, K&E team, Company re same (.3).
04/22/25	Joshua Raphael	9.00	Telephone conferences with M. Levine, B. Nakhaimousa re plan (1.6); correspond with M. Levine, B. Nakhaimousa re plan, supplemental disclosure statement (1.3); review, revise same (3.9); telephone conference with Company advisors re same (.6); telephone conference with M. Levine, K&E team re same (.7); further revise plan (.6); conference with Ducera re unsecured claims analysis (.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

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04/22/25	Josh Sussberg, P.C.	0.70	Correspond with N. Greenblatt, K&E team re settlement status (.6); correspond with N. Greenblatt, K&E team re supplemental disclosure statement (.1).
04/22/25	Luz Tur-Sinai Gozal	2.80	Correspond with Alix re claims analysis (.1); telephone conference with B. Messing, K&E team, Alix re same (.2); telephone conference with B. Messing re same (.6); research re section 510(b), (c) claims analysis (1.1); draft summary res same (.7); correspond with J. Black, B. Messing re same (.1).
04/23/25	Bill Arnault, P.C.	1.20	Conference and correspond with B. Nakhaimousa, K&E team re revisions to plan and DS supplement (.7); review, analyze same (.5).
04/23/25	Ziv Ben-Shahar	0.50	Analyze issues re solicitation, ballots.
04/23/25	Julia Fletcher	0.60	Conference with B. Messing re claims analysis (.2); draft summary re same (.4).
04/23/25	Nicole L. Greenblatt, P.C.	1.20	Conference and correspond with M. Levine, K&E team re revisions to plan and DS supplement and related process and next steps.
04/23/25	Derek I. Hunter	3.40	Telephone conference with M. Levine, K&E team, Latham re deal update, plan issues, next steps (.2); correspond with M. Levine, K&E team re plan (.5); review, revise same (.8); telephone conferences with B. Nakhaimousa, K&E team, Company re voting deadline, regulatory issues, deal update (1.4); correspond with B. Nakhaimousa, K&E team re confirmation work in process, plan issues (.5).).
04/23/25	Maddison Levine	3.90	Correspond with B. Nakhaimousa, K&E team re confirmation workstreams (.9); draft summary re same (.4); review, revise amended plan (.7); review, analyze issues re same (.5); correspond and conferences with D. Hunter, K&E team re same (1.1); review, analyze settlement term sheet (.3).
04/23/25	Mark McKane, P.C.	1.60	Review, analyze plan, supplemental disclosure statement (1.1); telephone conferences with D. Hunter, K&E team re amended plan supplement (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/23/25	Brian Messing	11.70	Review, analyze precedent re confirmation issues (3.9); draft summary re same (3.7); revise summary re same (.8); telephone conferences with J. Black re same (1.6); telephone conferences with L. Tur-Sinai Gozal re same (.1); correspond with J. Black, K&E team re same (.4); review, analyze solicitation considerations (1.2).
04/23/25	Brian Nakhaimousa	5.60	Conference with D. Hunter, K&E team re Plan issues, next steps (.5); review, analyze same (.3); conference with M. Levine, K&E team, YCST re next steps, hearing (.5); correspond with M. Levine, K&E team re confirmation matters (2.1); review, revised pleadings, related issues re same (2.2).
04/23/25	Maureen D. O'Brien	0.50	Review, revise amended plan (.4); correspond with M. Levine re same (.1).
04/23/25	Joshua Raphael	5.80	Review, analyze plan (1.6); review, revise same, supplemental disclosure statement (3.9); correspond with Ducera, M. Levine, K&E team re plan (.3).
04/23/25	Josh Sussberg, P.C.	0.10	Correspond with N. Greenblatt, K&E team re plan and settlement status.
04/23/25	Luz Tur-Sinai Gozal	6.90	Research re plan confirmation issues (2.9); correspond with B. Messing re same (.2); draft section 510(b) memorandum (1.2); correspond with B. Nakhaimousa, K&E team re same (.3); review, analyze transcripts re re-solicitation (1.6); research re same (.1); correspond with D. Hunter, K&E team re same (.6).
04/23/25	Linda Yang	0.90	Review, revise plan (.7); correspond with J. Mark re same (.2).
04/24/25	Bill Arnault, P.C.	1.90	Review, revise supplemental disclosure statement, plan (1.4); correspond with M. Levine, K&E team re same (.5).
04/24/25	Ziv Ben-Shahar	0.80	Conference with Q. Wetzel re confirmation declarations (.3); research, analyze precedent re same (.5).
04/24/25	Nicole L. Greenblatt, P.C.	2.70	Review and revise DS supplement, order and plan documents (1.9); telephone conferences and correspond with M. Levine, K&E team re same (.8).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/24/25	Derek I. Hunter	1.50	Telephone conference with M. Levine, K&E team, Ducera, Alix, Lazard, PH re deal status, plan issues, next steps (.5); telephone conference with M. Levine, K&E team, Lazard, Ducera, PH team re same (.5); telephone conference with Company, Company advisors re same (.5).
04/24/25	Derek I. Hunter	1.50	Telephone conference with Duane Morris re confirmation matters (.5); review, revise DS supplement, order approving same (.6); correspond with M. Levine, K&E team, W&C re same (.4).
04/24/25	Maddison Levine	5.60	Review, revise plan supplement notice (.5); correspond with D. Manetta, K&E team re same, related exhibits (.4); review, revise plan objection summary (.6); review, analyze plan objections re same (.8); correspond with S. Osborne, K&E team re same, confirmation order (.5); telephone conference with Ducera, B. Nakhaimousa, K&E team re plan recoveries (.5); review, analyze plan, related issues re same (.4); telephone conference with B. Nakhaimousa, K&E team re confirmation workstreams (.5); prepare for same (.4); review, revise DS supplement, order approving same (.6); correspond with D. Hunter, K&E team, W&C re same (.4).
04/24/25	Drew Maliniak	1.60	Correspond with J. Lau, D. Hunter re plan distributions, elections (1.0); correspond with Company, Kroll re same (.6).
04/24/25	Dominick Vito Manetta	0.30	Draft amended plan supplement notice (.2); review, revise plan supplement summary (.1).
04/24/25	Mark McKane, P.C.	1.30	Correspond with N. Greenblatt, B. Arnault re supplemental disclosure statement issue (.5); review, analyze additional disclosures re same (.8).
04/24/25	Brian Messing	6.10	Draft, revise confirmation brief (3.6); correspond with L. Tur-Sinai Gozal re same (.2); telephone conference with J. Black re same (.1); review, analyze precedent re confirmation issues (2.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/24/25	Brian Nakhaimousa	4.00	Conference with Ducera, J. Raphael, K&E team re plan matters (.5); conference with M. Young, K&E team re lease matters (.5); review, analyze issues re same (.4); conference with YCST re work in process, next steps (1.0); correspond with S. Osborne, K&E team re confirmation matters, related materials (1.6).
04/24/25	Sarah Osborne	2.00	Review, revise order re supplemental disclosure statement (.6); review, revise certificate of counsel re same (.8); draft summary re confirmation objections (.6).
04/24/25	Joshua Raphael	5.80	Correspond with M. Levine, K&E team re supplemental disclosure statement order (.1); correspond with M. Levine, K&E team re plan (.2); review, analyze same (.4); review, revise supplemental disclosure statement, plan (3.9); telephone conference with D. Maliniak re same (.3); further revise same (.6); correspond with Company advisors re same (.3).
04/24/25	Michael A. Sloman	0.80	Correspond with M. Beauchamp re confirmation declarations (.4); review, analyze precedent re same (.4).
04/24/25	Josh Sussberg, P.C.	0.20	Correspond with N. Greenblatt, K&E team re plan, settlement.
04/24/25	Luz Tur-Sinai Gozal	2.40	Review, revise confirmation brief (2.1); correspond with B. Messing re same (.2); correspond with D. Hunter, K&E team re confirmation matter (.1).
04/24/25	Quin Wetzel	3.10	Research re precedent confirmation declarations (.9); review, revise same (1.9); correspond with Z. Ben-Shahar re same (.3).
04/24/25	Mary Catherine Young	0.40	Correspond with YCST re local rules re confirmation declarations.
04/25/25	Ziv Ben-Shahar	1.10	Telephone conference with Kroll re solicitation, ballots, service of same (.4); correspond with Kroll re same (.3); correspond with J. Raphael re supplemental disclosure statement (.4).
04/25/25	Julia F. Burnson	0.60	Draft declarations in support of confirmation.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/25/25	Aislinn Comiskey	3.60	Correspond with M. Young, K&E team re valuation confirmation declaration (.2); research precedent re same (1.6); review, analyze issues re same (.6); correspond with D. Manetta re confirmation workstreams (.1); draft confirmation declaration (1.1).
04/25/25	James B. Dickson	0.50	Review, revise ancillary exit financing items.
04/25/25	Nicole L. Greenblatt, P.C.	1.90	Review and analyze comments to DS supplement and plan materials (1.1); correspond and conferences with M. Levine, K&E team, Company, settlement parties re same (.8).
04/25/25	Maddison Levine	3.80	Review, revise DS supplement, order approving same (.9); correspond and conferences with B. Nakhaimousa, K&E team, global settlement parties re same (.5); coordinate filing of same (.8); telephone conference with claimant re plan objection (.4); review, analyze same (.4); review, revise plan (.8).
04/25/25	Dominick Vito Manetta	5.20	Draft amended plan supplement notice (2.8); review, revise plan supplement summary (1.6); draft confirmation workstream summary (.8).
04/25/25	Brian Messing	5.70	Review, revise confirmation brief (3.1); correspond with L. Tur-Sinai Gozal re same (.1); review, analyze plan, supplemental disclosure, related documents (2.4); correspond with Kroll, J. Black, K&E team re service of plan supplement (.1).
04/25/25	Brian Nakhaimousa	0.50	Correspond with S. Osborne re plan (.1); review same (.4).
04/25/25	Sarah Osborne	3.50	Review, revise order re supplemental disclosure statement (.4); compile same for filing (.6); review, revise plan supplement notice (1.8); review, revise confirmation workstreams summary (.7).
04/25/25	Joshua Raphael	3.00	Review, revise plan, supplemental disclosure statement (2.4); prepare same for filing (.3); review, analyze confirmation workstream summary (.3).
04/25/25	Joshua Raphael	0.40	Review, analyze plan supplement summary (.2); correspond with S. Osborne re same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/25/25	Josh Sussberg, P.C.	0.10	Correspond with N. Greenblatt, K&E team re plan.
04/25/25	Mary Catherine Young	0.80	Review, analyze confirmation declaration precedent (.3); correspond with A. Comiskey, K&E team re same (.5).
04/26/25	Ziv Ben-Shahar	0.80	Correspond with J. Raphael re plan, disclosure supplement (.6); correspond with Kroll re same (.2).
04/26/25	Sarah Osborne	7.40	Draft confirmation order (3.9); research re same (3.5).
04/26/25	Joshua Raphael	0.20	Correspond with Kroll, M. Levine, K&E team re re-solicitation.
04/26/25	Linda Yang	0.90	Review, revise emergence workstream summary.
04/27/25	Michael Beauchamp	2.10	Research case law re confirmation declarations (1.9); correspond with M. Sloman re same (.2).
04/27/25	Ziv Ben-Shahar	0.40	Correspond with J. Raphael re supplemental disclosure statement.
04/27/25	Brian Nakhaimousa	0.30	Correspond with J. Raphael, K&E team re plan supplement.
04/27/25	Sarah Osborne	6.10	Draft confirmation order (3.9); further review, revise same (2.2).
04/27/25	Mary Catherine Young	0.10	Correspond with M. Levine, K&E team re confirmation declaration.
04/28/25	Bill Arnault, P.C.	2.50	Correspond with G. Hicks, K&E team re plan supplement and litigation trust agreement (.9); telephone conference with M. McKane re same (.1); correspond with M. McKane, K&E team re confirmation hearing (.3); prepare for issues re same (1.2).
04/28/25	Michael Beauchamp	2.80	Review, revise confirmation declaration (1.9); review, analyze related materials (.9).
04/28/25	Julia F. Burnson	0.20	Draft declaration in support of confirmation.
04/28/25	Aislinn Comiskey	0.30	Correspond with W. Arnault, K&E team re confirmation declarations.
04/28/25	Nicole L. Greenblatt, P.C.	1.30	Conference and correspond with S. Osborne, K&E team re plan supplement filing and litigation trust issues (.5); review, analyze same (.8).

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/28/25	George W. Hicks Jr., P.C.	2.00	Review and analyze settlement materials (.5); review and analyze letter to court (.3); review and analyze issues re same (.7); correspond with B. Arnault and D. Balaram re same (.5).
04/28/25	Keli Huang	0.50	Telephone conference with C. Li re emergence considerations.
04/28/25	Derek I. Hunter	1.60	Correspond and conferences with M. Levine, K&E team re plan supplement, related issues (1.0); conference with B. Nakhaimousa, K&E team, PH, Ducera, Alix re deal status, plan issues, next steps (.6).
04/28/25	Derek I. Hunter	0.90	Correspond with M. Levine, K&E team re exclusivity, related issues.
04/28/25	Maddison Levine	3.30	Review, revise confirmation order (2.2); review, revise plan supplement materials (.6); correspond with J. Raphael, K&E team re same (.5).
04/28/25	Dominick Vito Manetta	1.90	Draft, revise confirmation work in process summary (1.4); draft, revise emergence work in process summary (.2); research re litigation trust agreement (.3).
04/28/25	Mark McKane, P.C.	1.70	Review, analyze litigation trust agreement (.8); revise same (.6); analyze proposed update notice to released claims report (.3).
04/28/25	Brian Messing	2.70	Draft, revise confirmation brief (2.4); correspond with L. Tur-Sinai Gozal re same (.2); correspond with J. Raphael, J. Black re retirement benefits inquiry for confirmation brief (.1).
04/28/25	Brian Nakhaimousa	0.60	Correspond with Z. Ben-Shahar re plan supplement documentation, related open issues.
04/28/25	Sarah Osborne	1.50	Review, revise plan supplement and related exhibits (1.1); review, revise confirmation objection summary (.4).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/28/25	Joshua Raphael	8.30	Review, analyze litigation trust agreement (3.8); correspond with S. Osborne, K&E team re plan supplement documents (1.1); correspond with M. Levine, K&E team re supplemental disclosure statement (.1); telephone conference with K. Huang, K&E team re restructuring transactions memorandum (.2); review, analyze plan supplement documents (.2); review, analyze confirmation objection summary (.1). review, revise litigation trust agreement (2.8).
04/28/25	Luz Tur-Sinai Gozal	2.30	Review, revise confirmation brief (2.1); correspond with J. Black, B. Messing re same (.2).
04/28/25	Quin Wetzel	3.00	Review, revise confirmation declaration (2.8); correspond with Z. Ben-Shahar re same (.2).
04/29/25	Michael Angarola	2.80	Review, analyze expert report re confirmation declaration (1.5); review, analyze confirmation declaration precedent (1.3).
04/29/25	Bill Arnault, P.C.	4.00	Telephone conference with M. Levine, K&E team re confirmation hearing issues (.5); prepare for confirmation hearing (1.2); correspond with M, McKane, K&E team re same (.7); review, analyze revisions to litigation trust agreement and other plan supplement documents (1.6).
04/29/25	Nicole L. Greenblatt, P.C.	0.50	Review, analyze litigation trust agreement, plan supplement documents.
04/29/25	Derek I. Hunter	1.50	Correspond with M. Levine, K&E team re plan supplement, schedules, related issues (1.0); review, analyze issues re same (.5).
04/29/25	Maddison Levine	6.10	Review, revise confirmation order (3.1); correspond with S. Osborne, K&E team re same (.3); review, revise confirmation status summary (.4); correspond with J. Raphael, K&E team re same, open items (.5); review, revise notice re confirmation hearing (.3); correspond with YCST re same (.1); coordinate confirmation hearing logistics (.4); review, analyze plan comments from landlords (.6); draft summary re same (.4).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/29/25	Cara Li	4.20	Review, revise emergence workstream summary (2.9); review, analyze materials, issues re same (.9); correspond with S. Osborne, K&E team re same (.4).
04/29/25	Dominick Vito Manetta	3.80	Draft, revise plan supplement notice (2.2); review revise emergence work in process summary (.2); review, revise plan supplement summary (1.4).
04/29/25	Mark McKane, P.C.	0.80	Review, analyze litigation trust agreement, governance documents, retained causes of action.
04/29/25	Brian Messing	0.10	Correspond with J. Raphael, J. Black re confirmation, expert valuation reports.
04/29/25	Annika Morin	0.30	Review, revise emergence workstreams summary.
04/29/25	Sarah Osborne	13.10	Review, analyze issues re informal confirmation objections (.4); draft summary re same (.8); research issues re same (2.2); review, revise confirmation order (2.9); research re same (2.4); draft confirmation hearing notice (.9); review, analyze plan supplement exhibits (.9); review, revise same (.7); review, revise plan supplement notice (.9); review, analyze precedent re same (1.0).
04/29/25	Joshua Raphael	9.40	Review, analyze comments re litigation trust agreement (3.3); review analyze plan supplement documents (.2); correspond with M. Levine, K&E team re same, confirmation documents (.2); further revise litigation trust agreement (2.3); conference with M. Levine re same (.2); correspond with M. Levine re same (.2); review, analyze revised plan supplement notice, exhibits (.3); review, analyze confirmation summary (.1); correspond with S. Osborne, K&E team re same (.1); review, analyze corporate emergence workstream summary (.4); review, analyze emergence summary precedent re same (.4); correspond with C. Li, K&E team re same (.2). review, analyze confirmation objections, comments (.5); research re same (.4); review, analyze correspondence re same, plan supplement (.6).
04/29/25	Michael A. Sloman	3.30	Review, revise confirmation declaration.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/29/25	Quin Wetzel	1.20	Review, revise confirmation declaration (.9); correspond with M. Sloman re same (.3).
04/29/25	Mary Catherine Young	1.80	Review, analyze plan supplement schedules (.6); correspond with Alix team re same (.6); correspond with PH team re same (.3); review, analyze research re non-competes re same (.3).
04/30/25	Michael Angarola	1.70	Draft declaration in support of confirmation.
04/30/25	Bill Arnault, P.C.	4.30	Telephone conference with M. McKane, K&E team re confirmation hearing (.5); review, revise litigation trust agreement (.8); correspond with J. Raphael, K&E team re same (.2); prepare for telephone conference re same (1.2); participate in telephone conference with Akin re confirmation hearing (.3); participate in telephone conference with Petrillo re same (.1); prepare for confirmation hearing (1.2).
04/30/25	Ziv Ben-Shahar	0.80	Revise declaration in support of confirmation (.7); correspond with Q. Wetzel, M. Sloman re same (.1).
04/30/25	Nicole L. Greenblatt, P.C.	0.90	Review and analyze updates re plan supplement matters.
04/30/25	Shayne Henry	2.10	Conference with Akin, B. Arnault, K&E team re confirmation declaration (.5); conference with B. Arnault re confirmation (.5); conference with M. MacKay re confirmation witness preparations (.5); correspond with M. Angarola and A. Prather re confirmation declarations (.6).
04/30/25	Keli Huang	1.00	Telephone conference with Company, K&E team re emergence, contract assumption.
04/30/25	Keli Huang	0.60	Review, analyze governance term sheet.
04/30/25	Derek I. Hunter	2.40	Correspond with M. Levine, K&E team re plan supplement, schedules, related considerations (1.0); review, analyze issues re same (1.4).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/30/25	Maddison Levine	7.20	Review, revise plan supplement materials (2.1); review, analyze issues re same (.7); correspond and conference with J. Raphael, K&E team re same (.5); correspond with D. Hunter, K&E team, Company advisors re same, open items (1.0); coordinate filing of same (.9); conference with Alix, M. Levine, K&E team re securitized receivables (.6); research re same (.6); review, analyze materials re same (.5); draft summary re same (.3).
04/30/25	Cara Li	2.90	Telephone conference with S. OHargan re emergence (.2); review, revise emergence work in process summary (2.7).
04/30/25	Melanie MacKay	0.40	Telephone conference with M. McKane, K&E team re declarations for confirmation hearing and preservation of documents.
04/30/25	Melanie MacKay	0.40	Telephone conference with Akin team re Wartell confirmation declaration.
04/30/25	Dominick Vito Manetta	3.50	Review, revise confirmation work in process, plan supplement summary (.7); research re confirmation order, related objections (2.8).
04/30/25	Brian Messing	0.30	Correspond with J. Black, L. Tur-Sinai Gozal re confirmation brief.
04/30/25	Brian Nakhaimousa	0.50	Conference with PH, PSZJ, W&C, PH, D. Hunter, K&E team re litigation trust agreement.
04/30/25	Shawn OHargan, P.C.	1.20	Telephone conference with Company, K. Huang, K&E team re emergence (1.0); telephone conference with K. Huang, C. Li re same (.2).
04/30/25	Sarah Osborne	5.30	Review, revise confirmation hearing notice (.6); correspond with M. Levine, K&E team re same (.2); review, revise plan supplement, related exhibits (3.4); compile same (.9); correspond with YCST re filing of same (.2).

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050121461
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/30/25	Joshua Raphael	7.90	Review, analyze confirmation status (.1); review, analyze correspondence re plan, confirmation documents, related objections (1.2); review, analyze restructuring transactions memorandum (.2); telephone conference with M. Advani re same (.1); review, analyze confirmation objections (2.4); correspond with S. Osborne, K&E team re same (.2); correspond with M. McKane, K&E team re litigation trust agreement (.4); review, analyze confirmation order (.1); conference with Alix, M. Levine, K&E team re securitized receivables (.6); correspond with M. Levine, K&E team re same (.7); review, analyze plan supplement documents in advance of filing (1.3); correspond with M. Levine, K&E team re same (.6).
04/30/25	Michael A. Sloman	1.00	Review, revise confirmation declaration.
04/30/25	Luz Tur-Sinai Gozal	0.10	Correspond with B. Nakhaimousa, K&E team re confirmation brief.
04/30/25	Quin Wetzel	3.00	Review, revise confirmation declaration (2.8); correspond with Z. Ben-Shahar, M. Sloman re same (.2).
04/30/25	Mary Catherine Young	4.60	Review, analyze plan supplement schedules (1.6); correspond with Alix, PH re same (2.5); correspond with C. Buthe, B. Nakhaimousa, K&E team re same (.5).
Total		991.40	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121460
Client Matter: 58395-5

In the Matter of DIP Financing and Cash Collateral

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 90,214.50</u>
Total legal services rendered	\$ 90,214.50

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 DIP Financing and Cash Collateral

Invoice Number: 1050121460
 Matter Number: 58395-5

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Caroline Buthe	4.10	880.00	3,608.00
James B. Dickson	4.40	1,815.00	7,986.00
Julia Fletcher	1.70	880.00	1,496.00
Derek I. Hunter	1.50	1,735.00	2,602.50
Constantina Leodis	11.40	1,195.00	13,623.00
Maddison Levine	1.20	1,465.00	1,758.00
Dominick Vito Manetta	2.20	880.00	1,936.00
Brian Messing	0.60	1,065.00	639.00
Adam Mohamed	4.70	1,725.00	8,107.50
Brian Nakhaimousa	5.90	1,465.00	8,643.50
Srinithi Narayanan	0.50	1,065.00	532.50
Joshua Raphael	0.70	1,195.00	836.50
Scott Rolnik, P.C.	15.20	2,175.00	33,060.00
Michael Leonard Urschel, P.C.	0.50	2,465.00	1,232.50
Quin Wetzel	3.90	1,065.00	4,153.50
TOTALS	58.50		\$ 90,214.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050121460
Matter Number: 58395-5

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	James B. Dickson	0.80	Review, revise ABL term sheet, related collateral items.
04/01/25	Constantina Leodis	0.50	Correspond with A. Mohamed, J. Dickson re ABL matters (.2); correspond with Alix re lease reserve deadline (.3).
04/01/25	Adam Mohamed	1.00	Review, analyze lender collateral package, related issues.
04/01/25	Scott Rolnik, P.C.	2.80	Review, analyze ABL default interest claim issues (2.1); correspond with M. Levine, K&E team re same (.7).
04/02/25	James B. Dickson	0.50	Review, revise ABL term sheet, ancillary liquidity items.
04/02/25	Constantina Leodis	0.60	Correspond with Alix re ABL reserve (.2); correspond with A. Mohamed, K&E team re same (.2); correspond with Company re same (.2).
04/02/25	Quin Wetzel	2.10	Review, revise ABL stipulation (1.0); prepare proposed filing version of same (.5); correspond with M. Levine, PH, advisors re filing of same (.4); correspond with YCST team re same (.2).
04/03/25	Constantina Leodis	0.50	Telephone conference with M. Levine, K&E team, Alix re ABL reserve.
04/03/25	Brian Nakhaimousa	0.80	Conference with J. Dickson, AlixPartners re ABL issue.
04/07/25	Constantina Leodis	1.90	Review, revise ABL disclosure schedules (.4); review, analyze letters of credit (.6); review, revise DIP credit agreement re financial reporting (.5); conference with A. Mohamed, J. Dickson re same (.4).
04/07/25	Joshua Raphael	0.60	Review, analyze DIP confidentiality provision re prospective investor (.5); correspond with M. Levine, K&E team re same (.1).
04/08/25	Constantina Leodis	0.50	Review, revise DIP credit agreement re financial reporting (.3); correspond with B. Nakhaimousa re financial reporting (.2).
04/08/25	Dominick Vito Manetta	0.60	Research re default interest rates (.4); correspond with S. Rolnik, K&E team re same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050121460
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/08/25	Brian Nakhaimousa	0.40	Correspond with AlixPartners, Q. Wetzel, K&E team re DIP matters.
04/09/25	Constantina Leodis	0.70	Telephone conference with M. Levine, K&E team, LW re ABL default interest.
04/09/25	Dominick Vito Manetta	1.60	Telephone conference with S. Rolnik, K&E team, L&W team re ABL default interest, ipso facto clauses (.4); research re same (1.2).
04/09/25	Brian Messing	0.60	Review, analyze precedent re DIP order approved budgets.
04/09/25	Brian Nakhaimousa	0.50	Conference with Latham, J. Dickson, K&E team re ABL matter.
04/09/25	Scott Rolnik, P.C.	1.80	Review, revise ABL term sheet.
04/10/25	Derek I. Hunter	0.50	Telephone conference with M. Levine, K&E team, Alix, Ducera, Hilco re ABL issues.
04/10/25	Brian Nakhaimousa	0.50	Conference with M. Levine, K&E team, Company advisors re ABL status.
04/10/25	Scott Rolnik, P.C.	3.20	Review, revise ABL lease reserve, term sheet (2.5); review, analyze issues re same (.7).
04/11/25	James B. Dickson	0.50	Review, revise ancillary DIP credit agreement compliance items.
04/11/25	Constantina Leodis	1.40	Review, revise DIP credit agreement re rating agency rating (.4); correspond with J. Dickson, Company re rating (.3); correspond with M. Levine, K&E team re open ABL items (.2); review, revise collateral access agreements (.5).
04/11/25	Maddison Levine	0.40	Correspond with Company, J. Dickson, K&E team re DIP rating requirements (.2); review, analyze DIP materials re same (.2).
04/11/25	Joshua Raphael	0.10	Correspond with M. Levine re letter of credit issues.
04/14/25	Caroline Buthe	1.20	Research re ipso facto clauses (.5); conference with D. Manetta re same (.3); conference with M. Levine re same (.3); correspond with C. Leodis re same (.1).
04/14/25	Constantina Leodis	2.10	Review, revise financial statements (.8); correspond with A. Mohammed re same (.3); correspond with D. Maliniak, M. Levine re same (.3); review, analyze DIP credit agreement re ABL interest (.7).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050121460
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/14/25	Maddison Levine	0.50	Correspond with B. Nakhaimousa, K&E team, Company re DIP consent and waiver (.3); review, analyze same (.2).
04/14/25	Brian Nakhaimousa	0.20	Correspond with Company re DIP reporting obligations.
04/15/25	Caroline Buthe	2.90	Research re default interest rate (2.7); correspond with M. Levine re same (.2).
04/15/25	Constantina Leodis	0.90	Review, analyze issues re ABL (.7); correspond with M. Levine, K&E team re same (.2).
04/16/25	Constantina Leodis	0.20	Correspond with M. Levine, K&E team re ABL default interest.
04/16/25	Scott Rolnik, P.C.	1.60	Review, analyze issues re ABL reserve.
04/17/25	Adam Mohamed	1.30	Correspond with C. Leodis, K&E team re ABL lease reserve.
04/17/25	Brian Nakhaimousa	0.30	Review, analyze DIP reporting waiver letter (.2); correspond with D. Maliniak re same (.1).
04/17/25	Scott Rolnik, P.C.	2.20	Review, analyze issues re ABL reserve.
04/18/25	Derek I. Hunter	1.00	Telephone conference with M. Levine, K&E team re ABL issues (.5); telephone conference with M. Levine, K&E team, PH re ABL issues (.5).
04/18/25	Scott Rolnik, P.C.	0.70	Review, analyze issues re ABL reserve.
04/21/25	James B. Dickson	0.80	Telephone conference with M. Levine, K&E team, advisors re work in process (.5); review, revise ancillary credit agreement items (.3).
04/21/25	Constantina Leodis	0.40	Correspond with M. Levine, K&E team re open ABL items (.2); review, analyze issues re credit rating (.2).
04/21/25	Maddison Levine	0.30	Correspond with Company, C. Leodis, K&E team re DIP, ratings requirements.
04/22/25	Julia Fletcher	0.80	Research re extension of maturity date (.6); correspond with Ducera, Alix re same (.2).
04/22/25	Constantina Leodis	0.60	Review, revise maturity extension agreement.
04/23/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team re ABL open items.
04/23/25	Julia Fletcher	0.20	Review, revise DIP maturity extension agreement.
04/23/25	Constantina Leodis	0.60	Telephone conference with M. Levine, K&E team re ABL open items.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050121460
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/23/25	Adam Mohamed	1.00	Review, analyze issues re ABL lease reserve.
04/23/25	Brian Nakhaimousa	0.30	Conference with M. Levine, K&E team re ABL issue.
04/23/25	Brian Nakhaimousa	2.60	Conference with M. Levine, K&E team re ABL matters (.5); review, analyze issues re same (1.6); conference with Latham, M. Levine, K&E team re ABL matter (.5).
04/23/25	Srinithi Narayanan	0.50	Correspond with C. Leodis, K&E team re perfection certificate, credit agreement schedules and IP searches.
04/23/25	Scott Rolnik, P.C.	1.60	Review, analyze issues re ABL reserve.
04/23/25	Quin Wetzel	1.80	Telephone conference with J. Dickson, M. Levine, K&E team re collateralized deductible, ABL facility (.5); review, analyze letters of credit re same (.4); correspond with M. Levine, K&E team re same (.2); telephone conference with M. Levine, K&E team re same (.4); correspond with PH team re ABL collateral issue (.3).
04/24/25	Brian Nakhaimousa	0.30	Conference with R. Golden, M. Levine, Frist Citizens re LoC (.2); review, analyze issue re same (.1).
04/28/25	Constantina Leodis	0.50	Correspond with M. Levine, K&E team re settlement term sheet (.3); correspond with D. Maliniak, K&E team re same (.2).
04/29/25	James B. Dickson	0.30	Review, revise ABL agreement.
04/29/25	Michael Leonard Urschel, P.C.	0.50	Review, analyze debt facility, related considerations.
04/30/25	James B. Dickson	1.00	Review, revise exit ABL, related items (.2); review, analyze issues re same (.8).
04/30/25	Julia Fletcher	0.70	Draft correspondence to Company re DIP maturity extension.
04/30/25	Adam Mohamed	1.40	Review, analyze maturity extension, DIP funding issues.
04/30/25	Scott Rolnik, P.C.	1.30	Review, analyze issues re ABL reserve.
Total		58.50	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050121459
Client Matter: 58395-6

In the Matter of Cash Management

For legal services rendered through April 30, 2025
(see attached Description of Legal Services for detail)

\$ 4,791.50

Total legal services rendered

\$ 4,791.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Cash Management

Invoice Number: 1050121459
Matter Number: 58395-6

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ziv Ben-Shahar	0.60	1,195.00	717.00
Aislinn Comiskey	1.80	880.00	1,584.00
Maddison Levine	1.70	1,465.00	2,490.50
TOTALS	4.10		\$ 4,791.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Cash Management

Invoice Number: 1050121459
Matter Number: 58395-6

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Ziv Ben-Shahar	0.60	Correspond with A. Comiskey re cash management.
04/01/25	Aislinn Comiskey	0.20	Correspond with Z. Ben-Shahar, M. Levine, K&E team re 345(b) order.
04/02/25	Aislinn Comiskey	0.40	Correspond with B. Nakhaimousa, K&E team, PH team, PSZJ team re 345(b) order (.3); review, revise same (.1).
04/03/25	Aislinn Comiskey	1.20	Correspond with M. Levine, Z. Ben-Shahar, K&E team, PH team, YCST team, U.S. Trustee re 345(b) order (.7); revise 345(b) order, COC (.5).
04/03/25	Maddison Levine	0.30	Review, revise supplemental 345b order (.2); correspond with A. Comiskey, K&E team re same (.1).
04/07/25	Maddison Levine	0.70	Telephone conference with Company. B. Nakhaimousa, K&E team re intercompany transactions, cash management matters (.4); review, analyze issues re same (.3).
04/16/25	Maddison Levine	0.70	Telephone conference with Alix, Company, B. Nakhaimousa re intercompany transactions, cash management systems (.5); review, analyze issues re same (.2).
Total		4.10	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050121458
Client Matter: 58395-7

In the Matter of Automatic Stay Issues

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 145,834.00</u>
Total legal services rendered	\$ 145,834.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050121458
Matter Number: 58395-7

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	1.70	2,015.00	3,425.50
Sloane Bessey	4.80	1,065.00	5,112.00
Julia F. Burnson	0.50	685.00	342.50
Caroline Buthe	16.80	880.00	14,784.00
Paige S. Comparato	5.00	1,525.00	7,625.00
Julia Fletcher	18.40	880.00	16,192.00
Rachel Golden	5.20	1,195.00	6,214.00
Jeffrey Ross Goldfine	0.50	1,745.00	872.50
Derek I. Hunter	0.50	1,735.00	867.50
Sarah Jones	0.50	880.00	440.00
Maddison Levine	19.20	1,465.00	28,128.00
Brian Nakhaimousa	2.20	1,465.00	3,223.00
Armando L. Prather	5.60	1,185.00	6,636.00
Quin Wetzel	48.80	1,065.00	51,972.00
TOTALS	129.70		\$ 145,834.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050121458
Matter Number: 58395-7

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Sloane Bessey	0.40	Conference with M. Levine, K&E team re automatic stay issues (.2); correspond with J. Fletcher, K&E team re same (.2).
04/01/25	Caroline Buthe	1.90	Review, revise stay notices (.2); correspond with S. Bessey, M. Levine, K&E team re same (.1); draft summaries re automatic stay issues (.6); review, revise stipulation to lift automatic stay (.2); correspond with YCST team re same (.2); conference with M. Levine, K&E team re automatic stay issues (.3); conference with J. Fletcher, K&E team re automatic stay issue (.3).
04/01/25	Julia Fletcher	1.50	Correspond with M. Levine, K&E team re outstanding issues (.1); review, revise lift stay stipulation (.6); correspond with M. Levine, K&E team re stay notice (.1); correspond with S. Bessey, K&E team re same (.1); draft correspondence re lift stay stipulation (.2); conference with Q. Wetzel, K&E team re lift stay stipulation (.1); conference with C. Buthe, K&E team re automatic stay issue (.2); correspond with W. Pruitt, K&E team re same (.1).
04/01/25	Sarah Jones	0.50	Review, analyze automatic stay filings re adequate protection objection.
04/01/25	Maddison Levine	1.10	Review, revise stay stipulation (.2); correspond with YCST re same (.2); review, analyze Gale stay order, related issues (.2); correspond with MN, Company re same, next steps (.2); review, analyze insurance issues re same (.3).
04/01/25	Armando L. Prather	1.80	Review, analyze auto insurance policies re lift stay motion (1.4); correspond with M. Levine, K&E team re same (.4).
04/01/25	Quin Wetzel	2.10	Review, revise lift stay summary (.7); telephone conference with J. Fletcher, K&E team re lift stay stipulation (.3); review, analyze issues re same (.6); review, revise lift stay correspondence (.3); correspond with J. Fletcher, K&E team re same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050121458
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Sloane Bessey	0.50	Conference with M. Levine, K&E team, contract counterparty re lift stay request (.3); correspond with Q. Wetzel, K&E team re automatic stay issues (.2).
04/02/25	Caroline Buthe	0.50	Telephone conference with counterparty's counsel re lift stay stipulation (.2); conference with S. Bessey, K&E team re same (.1); correspond with plaintiff's counsel re lift stay stipulation (.1); correspond with S. Bessey, Q. Wetzel, K&E team re same (.1).
04/02/25	Julia Fletcher	1.50	Correspond with Q. Wetzel, K&E team re stay notices (.1); review, revise lift stay stipulation (.1); conference with M. Levine, K&E team, counterparty counsel re lift stay request (.2); conference with Q. Wetzel, K&E team re lift stay stipulation (.2); correspond with W. Pruitt, K&E team re lift stay language (.1); correspond with M. Levine, K&E team re stay notice (.3); review, revise stay notice (.4); correspond with L. Bowen, K&E team re same (.1).
04/02/25	Rachel Golden	5.20	Correspond with D. Hunter re automatic stay insurance issue (.2); review, analyze research, pleadings re same (1.3); review, analyze correspondence re same (.3); draft correspondence re same (1.2); correspond with D. Hunter, M. Levine re same (.1); draft talking points re same (2.1).
04/02/25	Maddison Levine	1.30	Review, revise stay notices (.2); correspond with Q. Wetzel, K&E team re same (.1); correspond with Company re Gale matters (.3); review, analyze pleadings, open items re same (.2); telephone conference with local counsel re state court litigation, stay issues (.5).
04/02/25	Armando L. Prather	3.30	Review, analyze insurance policies re lift stay motion (2.4); draft summary re same (.9).
04/02/25	Quin Wetzel	1.70	Telephone conference with M. Levine, K&E team re lift stay stipulation (.5); telephone conference with J. Fletcher, K&E team re same (.4); review, revise lift stay summary (.2); review, revise lift stay stipulation (.6).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050121458
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/03/25	Sloane Bessey	0.50	Correspond with J. Fletcher, K&E team re automatic stay issues (.4); correspond with M. Levine, K&E team, opposing counsel re same (.1).
04/03/25	Caroline Buthe	0.10	Correspond with plaintiff's counsel re lift stay stipulation.
04/03/25	Julia Fletcher	2.40	Review, revise stay notice (.2); review, revise, lift stay stipulation (2.1); correspond with S. Bessey, K&E team re automatic stay violation (.1).
04/03/25	Quin Wetzel	0.20	Review, revise lift stay summary.
04/04/25	Bill Arnault, P.C.	1.20	Review and analyze potential automatic stay violations and strategy re same (.8); correspond with M. Levine, K&E team re same (.4).
04/04/25	Sloane Bessey	0.70	Conference with M. Levine, K&E team re automatic stay stipulations (.4); correspond with M. Levine, K&E team re same (.3).
04/04/25	Caroline Buthe	1.20	Telephone conference with W. Pruitt, K&E team re stipulations to lift stay (.4); review, analyze insurance policy re stay issue (.3); correspond with insurer re same (.1); correspond with M. Levine, K&E team re stay issue (.1); correspond with plaintiff's counsel re same (.1); telephone conference with plaintiff's counsel re same (.2).
04/04/25	Julia Fletcher	1.70	Review, revise lift stay stipulation (.3); conference with W. Pruitt, K&E team re insurance issues (.3); correspond with M. Levine, K&E team re lift stay notice (.3); review, analyze lift stay request (.8).
04/04/25	Armando L. Prather	0.50	Review, analyze lift stay stipulation.
04/04/25	Quin Wetzel	2.40	Conference with M. Levine, W. Pruitt, K&E team re stay issues, insurance coverage (.5); correspond with various lift stay counterparties re lift stay requests (.6); correspond with insurance carrier re deductible re same (.3); correspond with C. Buthe, K&E team re lift stay stipulation (.5); review, analyze insurance coverage re same (.5).
04/05/25	Bill Arnault, P.C.	0.40	Review, analyze research re automatic stay.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050121458
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Sloane Bessey	0.20	Correspond with M. Levine, K&E team re automatic stay issues.
04/07/25	Julia Fletcher	4.00	Research re automatic stay, insurance proceeds (2.8); review, revise automatic stay summaries (.2); review, revise lift stay stipulation (1.0).
04/07/25	Maddison Levine	0.50	Correspond with Q. Wetzel, K&E team re stay matters (.3); review, analyze research, issues re same (.2).
04/07/25	Quin Wetzel	2.30	Review, revise lift stay summary (.4); review, revise lift stay stipulation (1.6); correspond with J. Fletcher, K&E team re same (.3).
04/08/25	Sloane Bessey	0.10	Correspond with M. Levine, K&E team re automatic stay issues.
04/08/25	Caroline Buthe	0.10	Correspond with plaintiff's counsel re stipulation to lift the stay.
04/08/25	Julia Fletcher	2.30	Review, revise lift stay stipulation (2.1); conference with M. Levine, Q. Wetzel, K&E team, counsel to movant re lift stay stipulation (.2).
04/08/25	Maddison Levine	1.10	Telephone conference with Q. Wetzel, K&E team, counsel re lift stay request, motion re same (.5); research re same (.4); correspond with Q. Wetzel, K&E team re same, next steps (.2).
04/08/25	Quin Wetzel	2.10	Telephone conference with lift stay movant's counsel re collateralized insurance deductible (.3); correspond with M. Levine, K&E team re lift stay issues (.3); research re plan injunction procedures re same (.3); review, analyze lift stay precedent language (1.2).
04/09/25	Caroline Buthe	0.20	Correspond with Q. Wetzel, M. Levine, K&E team re stay issues.
04/09/25	Julia Fletcher	0.30	Correspond with M. Levine, K&E team re lift stay stipulation (.2); correspond with Q. Wetzel, K&E team re same (.1).
04/09/25	Maddison Levine	1.20	Telephone conference with local counsel, Q. Wetzel, K&E team re stay stipulation (.5); review, analyze same (.4); correspond with Company re stay matters, next steps (.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050121458
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/09/25	Quin Wetzel	2.20	Review, revise lift stay summary (.6); telephone conference with M. Levine, K&E team, lift stay counterparty re insurance policy (.7); review, analyze lift stay insurance policy (.4); draft summary re same (.3); correspond with M. Levine, K&E team re same (.2).
04/10/25	Sloane Bessey	0.10	Correspond with Q. Wetzel, K&E team re automatic stay issues.
04/10/25	Caroline Buthe	0.30	Telephone conference with plaintiff's counsel, M. Levine, K&E team re stay issue.
04/10/25	Julia Fletcher	0.60	Correspond with Q. Wetzel, K&E team re lift stay request (.1); review, analyze lift stay notice (.1); correspond with Q. Wetzel, K&E team re same (.2); conference with M. Levine, B. Nakhaimousa, Q. Wetzel, K&E team, counterparty re lift stay request (.2).
04/10/25	Derek I. Hunter	0.50	Telephone conference with M. Levine, K&E team, Morris Nichols re status, stay matters.
04/10/25	Maddison Levine	1.60	Telephone conferences with claimants re lift stay requests (.6); correspond with Company re stay issues, ongoing litigation (.4); review, analyze pleadings, issues re same (.3); conference with YCST re stay stipulation, next steps (.3).
04/10/25	Brian Nakhaimousa	0.70	Conference with M. Levine, counsel to claimant re lift stay (.5); follow up conference with M. Levine re same (.2).
04/10/25	Quin Wetzel	2.30	Review, revise lift stay summary (.6); correspond with C. Buthe, J. Fletcher, K&E team re stay work in process (.4); telephone conference with lift stay counterparty, M. Levine, K&E team re lift stay issues (.5); review, analyze new lift stay matters (.8).
04/11/25	Sloane Bessey	0.10	Correspond with J. Fletcher, K&E team re automatic stay issues.
04/11/25	Julia F. Burnson	0.50	Draft objection to lift stay motion.
04/11/25	Caroline Buthe	1.20	Research re automatic stay issue (1.1); correspond with M. Levine, K&E team re same (.1).
04/11/25	Julia Fletcher	0.80	Review, analyze post-petition lawsuits.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050121458
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/11/25	Maddison Levine	1.40	Review, analyze research re lift stay motion (.5); review, analyze motion, open issues re same (.4); correspond and conferences with Q. Wetzel, K&E team re same, next steps (.5).
04/11/25	Quin Wetzel	1.40	Review, revise lift stay summaries (.5); correspond with M. Levine, K&E team re same (.2); review, analyze precedent lift stay objections (.4); correspond with J. Fletcher, J. Burnson, K&E team re same (.3).
04/14/25	Sloane Bessey	0.30	Conference with Q. Wetzel, K&E team re automatic stay issues.
04/14/25	Caroline Buthe	1.10	Telephone conference with Q. Wetzel, K&E team re automatic stay issues (.3); telephone conference with M. Levine, K&E team re same (.4); telephone conference with M. Levine, K&E team, plaintiff's counsel re request to lift the stay (.3); telephone conference with Q. Wetzel, K&E team, YCST team re automatic stay issues (.1).
04/14/25	Maddison Levine	0.90	Telephone conference with counsel, Q. Wetzel, K&E team re lift stay dispute (.3); prepare for same (.2); review, analyze materials, next steps re same (.4).
04/14/25	Quin Wetzel	5.30	Review, analyze lift stay request (2); correspond with M. Levine, K&E team re same (.3); telephone conference with S. Bessey, C. Buthe, K&E team re automatic stay works in process (.5); telephone conference with various lift stay counterparties (1.2); review, analyze insurance policies re lift stay claims (.6); review, revise lift stay summary (.7).
04/15/25	Caroline Buthe	2.40	Draft objection to motion to lift stay.
04/15/25	Maddison Levine	1.10	Correspond with Company re stay matter status (.3); review, analyze summaries re same (.2); conference with claimant re lift stay request (.4); review, analyze issues re same (.2).
04/15/25	Quin Wetzel	2.60	Review, analyze issues re automatic stay (.9); correspond with M. Levine, J. Fletcher, K&E team re same (.4); review, revise lift stay objection (1.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050121458
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/16/25	Caroline Buthe	0.80	Draft objection to motion to lift the automatic stay (.7); correspond with Q. Wetzel, K&E team re same (.1).
04/16/25	Julia Fletcher	0.80	Correspond with plaintiff's counsel re lift stay request (.2); review, analyze lift stay request (.2); conference with M. Levine, Q. Wetzel, K&E team, counterparty counsel re same (.4).
04/16/25	Jeffrey Ross Goldfine	0.40	Telephone conference with M. Levine, K&E team and Company re stay issue, next steps.
04/16/25	Maddison Levine	2.10	Telephone conference with Company, W. Pruitt, K&E team re stay matter, next steps (.5); review, analyze insurance issues re same (.3); prepare for same (.2); review, analyze motion to lift stay (.3); correspond and conference with Q. Wetzel re same (.3); conference with counsel re lift stay request, proof of claim issues (.3); correspond with Q. Wetzel, K&E team re same, next steps (.2).
04/16/25	Maddison Levine	0.90	Telephone conference with Company re stay matter, litigation issues (.5); review, analyze pleadings re same (.3); correspond with W. Pruitt re same, next steps (.1).
04/16/25	Quin Wetzel	4.00	Research re cause to lift automatic stay (1.6); review, revise objection re same (1.2); telephone conference with lift stay movant re lift stay objection (.5); correspond with C. Buthe, K&E team re same (.3); revise lift stay summary re same (.4).
04/17/25	Sloane Bessey	0.60	Conferences with automatic stay claimants, M. Levine, K&E team re automatic stay (.4); correspond with Q. Wetzel, K&E team re same (.2).
04/17/25	Caroline Buthe	3.70	Telephone conference with M. Levine, K&E team, plaintiff's counsel re request to lift stay (.1); draft objection to motion to lift stay (3.2); telephone conference with M. Levine, K&E team, plaintiff's counsel re request to lift stay (.4).
04/17/25	Julia Fletcher	1.50	Review, analyze post-petition lawsuit summaries (.8); conference with M. Levine, Q. Wetzel, K&E team, counterparty counsel re lift stay request, plan language (.4); draft notice of stay (.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050121458
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/17/25	Maddison Levine	1.00	Telephone conference with counsel, Q. Wetzel re stay issues (.3); review, analyze issues re same (.2); correspond with stay claimant re confirmation order language (.2); review, revise notice of stay (.2); correspond with S. Bessey, K&E team re same (.1).
04/17/25	Brian Nakhaimousa	1.00	Conference with M. Levine, K&E team re automatic stay matter (.5); attend conference with claimant counsel re same (.5).
04/17/25	Quin Wetzel	4.80	Telephone conference with various lift stay counter parties re stay requests (1.2); review, analyze issues re post-petition litigation re automatic stay (2); correspond with J. Fletcher, K&E team re same (.3); draft confirmation order reservation of rights language re automatic stay (1.0); correspond with M. Levine, K&E team re same (.3).
04/18/25	Sloane Bessey	0.20	Correspond with Q. Wetzel, K&E team re automatic stay issues.
04/18/25	Caroline Buthe	0.50	Telephone conference with M. Levine, K&E team, plaintiff's counsel re motion to lift stay.
04/18/25	Julia Fletcher	0.30	Review, analyze lift stay request.
04/18/25	Maddison Levine	1.10	Conference with counsel, Q. Wetzel re stay motion, next steps (.6); review, analyze draft objection re same (.3); review, revise summary re same, open items (.2).
04/18/25	Quin Wetzel	3.90	Telephone conference with lift stay movant re lift stay objection (.6); review, analyze collateral issues re same (.5); correspond with M. Levine, K&E team re same (.3); review, revise lift stay objection re same (2.5).
04/21/25	Sloane Bessey	0.10	Correspond with J. Raphael, K&E team, Company counsel re potential automatic stay issue.
04/21/25	Caroline Buthe	1.40	Telephone conference with M. Levine, K&E team, plaintiff's counsel re motion to lift stay (.5); research re same (.7); correspond with Q. Wetzel, K&E team re same (.1); correspond with M. Levine, K&E team re same (.1).
04/21/25	Brian Nakhaimousa	0.50	Attend conference with M. Levine, claimant counsel re automatic stay matter.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050121458
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/21/25	Quin Wetzel	2.50	Telephone conference with counterparties re lift stay issues (1.0); review, analyze issues re same (.9); review, analyze collateral package re insurance policy (.6).
04/22/25	Sloane Bessey	0.40	Conference with M. Levine, K&E team, opposing counsel re lift stay issues.
04/22/25	Caroline Buthe	0.10	Correspond with M. Levine, K&E team re motion to lift stay.
04/22/25	Paige S. Comparato	0.70	Correspond with M. Levine, K&E team re Florida notice of stay filings.
04/22/25	Maddison Levine	0.80	Telephone conference with counsel, Q. Wetzel re lift stay request, motion re same (.5); correspond with Q. Wetzel re same, related research (.3).
04/22/25	Quin Wetzel	2.20	Telephone conference with lift stay counsel re plan injunction (.5); correspond with M. Levine, K&E team re same (.2); review, analyze issues re same (.8); review, analyze applicable insurance policy re same (.4); review, revise lift stay summary (.3).
04/23/25	Caroline Buthe	0.40	Review, revise summaries re automatic stay issues.
04/23/25	Paige S. Comparato	0.80	Prepare for telephone conference with local counsel re notice of stay (.2); conference with YCST team re same (.6).
04/23/25	Julia Fletcher	0.30	Review, revise stay notice.
04/23/25	Maddison Levine	1.70	Telephone conference with J. Dickson, K&E team re stay issue, ABL collateral (.5); review, analyze issues re same (.4); conference with counsel re lift stay request, next steps (.5); correspond with Company, YCST re same (.3).
04/23/25	Quin Wetzel	1.30	Telephone conference with lift stay movant, M. Levine, K&E team re lift stay request (.5); prepare for same (.3); review, revise lift stay summary (.5).
04/24/25	Caroline Buthe	0.40	Telephone conference with plaintiff's counsel re automatic stay issue (.2); research re same (.1); review, revise joint stipulation re request to lift the stay (.1).
04/24/25	Paige S. Comparato	1.60	Correspond with M. Levine, K&E team re notice of stay filings.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050121458
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/24/25	Jeffrey Ross Goldfine	0.10	Telephone conference with M. Levine, K&E team, Company re stay matter.
04/24/25	Maddison Levine	0.90	Review, revise correspondence re stay extension (.4); correspond with Q. Wetzel, K&E team re same (.2); review, analyze research re same (.3).
04/24/25	Quin Wetzel	1.50	Telephone conference with M. Levine, K&E team, opposing counsel re automatic stay issue (.5); correspond with J. Goldfine, M. Levine, K&E team re same (.3); telephone conference with M. Levine, K&E team re automatic stay work in process (.5); review, revise lift stay summary (.2).
04/25/25	Sloane Bessey	0.30	Conference with J. Raphael, K&E team, Company re potential automatic stay issue.
04/25/25	Paige S. Comparato	1.20	Review, revise notice of stay.
04/25/25	Julia Fletcher	0.40	Review, analyze outstanding lift stay requests.
04/25/25	Quin Wetzel	1.80	Correspond with M. Levine, K&E team re stay matters, related letters of credit (.2); review, analyze materials re lift stay (.4); review, revise lift stay summary re same (1.0); correspond with M. Levine, K&E team re same (.2).
04/28/25	Bill Arnault, P.C.	0.10	Review, analyze lift stay stipulation.
04/28/25	Sloane Bessey	0.10	Correspond with Q. Wetzel, K&E team re automatic stay issues.
04/28/25	Maddison Levine	0.50	Correspond with Company re stay matters (.3); review, analyze financial statement re same (.2).
04/28/25	Quin Wetzel	1.60	Review, revise lift stay summary (.8); compile materials and correspondence re same (.8).
04/29/25	Sloane Bessey	0.20	Correspond with Q. Wetzel, K&E team re automatic stay issues.
04/29/25	Caroline Buthe	0.30	Telephone conference with claims agent re automatic stay inquiry (.1); correspond with Q. Wetzel, S. Bessey, K&E team re same (.1); correspond with M. Levine, K&E team re same (.1).
04/29/25	Quin Wetzel	0.40	Correspond with lift stay movant re reservation of rights language.
04/30/25	Caroline Buthe	0.20	Correspond with YCST team re automatic stay issue.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050121458
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/30/25	Paige S. Comparato	0.70	Review, analyze notice of bankruptcy re venue considerations.
04/30/25	Quin Wetzel	0.20	Correspond with M. Levine, K&E team, YCST team re lift stay transition questions.
Total		129.70	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050121457
Client Matter: 58395-8

In the Matter of Asset Sales/Section 363/Use, Sale, and

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 1,729,669.00</u>
Total legal services rendered	\$ 1,729,669.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Advani	1.20	1,095.00	1,314.00
Bill Arnault, P.C.	0.60	2,015.00	1,209.00
Ziv Ben-Shahar	67.20	1,195.00	80,304.00
Sloane Bessey	39.10	1,065.00	41,641.50
Julia F. Burnson	0.80	685.00	548.00
Caroline Buthe	2.70	880.00	2,376.00
John G. Caruso	1.50	2,295.00	3,442.50
Aislinn Comiskey	69.30	880.00	60,984.00
James B. Dickson	3.10	1,815.00	5,626.50
Julia Fletcher	1.50	880.00	1,320.00
Rob Fowler, P.C.	2.20	2,295.00	5,049.00
Rachel Golden	93.20	1,195.00	111,374.00
Jeffrey Ross Goldfine	1.20	1,745.00	2,094.00
Nicole L. Greenblatt, P.C.	3.00	2,595.00	7,785.00
Kate Hardey	3.00	2,175.00	6,525.00
Jackie Heffernan	1.30	1,725.00	2,242.50
Keli Huang	165.90	1,725.00	286,177.50
Derek I. Hunter	13.20	1,735.00	22,902.00
Samantha Jones	0.80	1,725.00	1,380.00
Olivia Kaufmann	3.20	1,195.00	3,824.00
Hunter C. Kodama	9.20	1,065.00	9,798.00
Joe Krisko	25.20	880.00	22,176.00
Kelsey Marie Laugel	0.50	1,845.00	922.50
Constantina Leodis	8.50	1,195.00	10,157.50
Maddison Levine	47.30	1,465.00	69,294.50
Cara Li	147.10	1,195.00	175,784.50
Dominick Vito Manetta	0.70	880.00	616.00
Julia Mark	104.00	880.00	91,520.00
Mark McKane, P.C.	0.40	2,265.00	906.00
Mallory Elise McKenzie	7.70	1,525.00	11,742.50
Adam Mohamed	6.40	1,725.00	11,040.00
Annika Morin	5.70	1,195.00	6,811.50

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
 Matter Number: 58395-8

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Brian Nakhaimousa	65.30	1,465.00	95,664.50
Srinithi Narayanan	47.50	1,065.00	50,587.50
Maureen D. O'Brien	15.90	2,295.00	36,490.50
Shawn OHargan, P.C.	114.80	2,295.00	263,466.00
Sarah Osborne	2.60	1,065.00	2,769.00
Maddison Malone Riddick	10.40	1,525.00	15,860.00
Chris M. Salvatore	0.90	1,525.00	1,372.50
Joanna Schlingbaum	19.00	1,725.00	32,775.00
Josh Sussberg, P.C.	0.20	2,595.00	519.00
Eric J. Tarosky	6.30	1,025.00	6,457.50
Ishaan G. Thakran	2.00	1,065.00	2,130.00
Michael D. Thorpe	11.90	1,845.00	21,955.50
Leslie Tuffy	23.00	865.00	19,895.00
Christina Welch	12.90	1,375.00	17,737.50
Quin Wetzel	2.90	1,065.00	3,088.50
Dennis Williams, P.C.	1.80	2,295.00	4,131.00
Linda Yang	66.80	1,195.00	79,826.00
Mary Catherine Young	5.00	1,195.00	5,975.00
Susan Zablocki	14.30	705.00	10,081.50
TOTALS	1,260.20		\$ 1,729,669.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Sloane Bessey	2.60	Telephone conference with R. Golden, K&E team, PH team re asset purchase agreement (1.5); review, revise sale order (.8); correspond with M. Levine, K&E team re various sale issues (.3).
04/01/25	Caroline Buthe	0.70	Research re 363 sale issues.
04/01/25	Aislinn Comiskey	6.10	Research re 363 sale re tax considerations (2.5); correspond with M. Levine, S. Bessey, K&E team re same (.4); review, revise 363 motion (1.2); correspond with R. Golden, S. Bessey, re same (.5); conference with R. Golden, M. Levine, K&E team, PH team re 363 sale (1.5).
04/01/25	Julia Fletcher	1.50	Research re sale issues.
04/01/25	Rachel Golden	5.40	Review, revise sale motion (2.6); correspond with A. Comiskey re same (.5); correspond with PH re consent, waiver letter agreement (.1); draft correspondence re same (.1); review, revise asset purchase agreement (1.9); correspond with C. Li re same (.1); correspond with Ducera re same motion (.1).
04/01/25	Keli Huang	7.90	Telephone conference with S. OHargan, K&E team, PH team re purchase agreement (1.5); telephone conference with Company and Company advisors re same, sale status (.5); review and analyze issues re sale (2.1); review and revise asset purchase agreement (3.8).
04/01/25	Hunter C. Kodama	1.50	Telephone conference with S. OHargan, K&E team, PH re asset purchase agreement.
04/01/25	Hunter C. Kodama	3.30	Review and revise disclosure schedules to asset purchase agreement.
04/01/25	Maddison Levine	2.10	Review, revise sale motion and order (1.1); correspond and conferences with B. Nakhaimousa re same (.6); review, analyze asset purchase agreement (.4).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Cara Li	10.00	Review, revise disclosure schedules to asset purchase agreement (3.9); further review, revise same (2.1); review, analyze issues re same (1.1); conference with S. OHargan, K&E team, PH team re same (1.5); review, revise asset purchase agreement (1.4)
04/01/25	Annika Morin	0.50	Review, revise schedules re transaction support agreement.
04/01/25	Brian Nakhaimousa	0.60	Correspond with S. Bessey, K&E team re sale pleadings.
04/01/25	Brian Nakhaimousa	0.40	Correspond with D. Hunter, K&E team re consent letter re sale (.2); review, analyze same (.2).
04/01/25	Brian Nakhaimousa	0.50	Conference with S. OHargan, K&E team, PH team re sale matters.
04/01/25	Srinithi Narayanan	2.50	Review and revise transaction support agreement (.7); review and revise transaction support agreement schedules (.5); draft transaction support agreement issues list (1.3).
04/01/25	Maureen D. O'Brien	1.90	Review and revise asset purchase agreement (1.4); review and revise transaction support agreement (.5).
04/01/25	Shawn OHargan, P.C.	3.50	Telephone conference with M. Levine re discharge rules (.3); review, revise asset purchase agreement (1.7); telephone conference with K. Huang, K&E team, PH se sale order, status (1.5).
04/01/25	Joanna Schlingbaum	1.60	Review, analyze buyer's markup of transaction support agreement (1.1); review, revise issues list re same (.5).
04/02/25	Sloane Bessey	0.50	Telephone conference with R. Golden, K&E team, Ducera team re sale motion.
04/02/25	Aislinn Comiskey	0.70	Review, analyze issues re sale status.
04/02/25	Rachel Golden	3.70	Correspond with S. O'Hargan, K&E team re successor liability issues (.1); research re same (.9); review, revise sale motion (2.1); correspond with A. Comiskey re same (.2); correspond with C. Li re sale diligence (.3); correspond with D. Manetta re same (.1).
04/02/25	Jackie Heffernan	0.30	Review, revise disclosure schedules.

Legal Services for the Period Ending April 30, 2025
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Asset Sales/Section 363/Use, Sale, and

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Keli Huang	6.80	Telephone conference with B. Nakhaimousa, K&E team re sales tax issues (.5); telephone conference with buyer counsel, C. Li, K&E team re asset purchase agreement (2.0); review, analyze asset purchase agreement issues list (2.7); review and revise asset purchase agreement (1.6).
04/02/25	Samantha Jones	0.30	Review, analyze issues re sale.
04/02/25	Hunter C. Kodama	3.50	Review and revise disclosure schedules to asset purchase agreement (3.1); draft summary re same (.4).
04/02/25	Joe Krisko	0.30	Review, analyze Hart Scott Rodino antitrust filing.
04/02/25	Maddison Levine	3.70	Telephone conference with B. Nakhaimousa, K&E team, Ducera re sale motion (.5); review, analyze same (.4); correspond and telephone conferences with MWE, S. OHargan, K&E team, Ducera re sale matters, open items (1.8); conference with Ducera, S. OHargan, K&E team re same, next steps (.7); review, analyze asset purchase agreement, related pleadings re same (.3).
04/02/25	Cara Li	11.80	Telephone conference with K. Huang, K&E team, buyer counsel re asset purchase agreement (2.0); correspond with K. Huang re same (.4); review, revise disclosure schedules (3.9); further review, revise same (3.0); review, analyze issues, related materials re same (2.5).
04/02/25	Mallory Elise McKenzie	1.10	Review, revise disclosure schedules.
04/02/25	Adam Mohamed	1.40	Review, revise asset purchase agreement.
04/02/25	Annika Morin	0.50	Review, analyze employee benefits matters re transaction support agreement.
04/02/25	Annika Morin	0.50	Review, analyze disclosure schedules re employee benefits matters.
04/02/25	Brian Nakhaimousa	4.80	Conferences with M. Levine, K&E team, Ducera re sale matters (1.0); telephone conference with MWE, M. Levine, K&E team, Ducera re sale matters (1.8); correspond with M. Levine, K&E team re same (1.0); review, analyze sale related materials open issues (1.0).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Srinithi Narayanan	7.90	Review, analyze IT agreements re disclosure schedules (3.9); review and revise disclosure schedules (1.1); review and revise trademark schedule (.4); review and revise domain schedule (.4); correspond with C. Li, K&E team re transaction support agreement (.4); review and revise same (1.7).
04/02/25	Maureen D. O'Brien	1.80	Review, revise transaction support agreement (1.6); correspond with A. Morin re same (.2).
04/02/25	Shawn OHargan, P.C.	10.40	Review, revise issues list re asset purchase agreement (.7); telephone conference re C. Li, K&E team re open issues re same (.4); review, revise schedules re same (.5); telephone conference with K. Huang and Ducera re sale (.3); review, analyze disclosure schedules and document list (.5); telephone conference with K. Huang, K&E team, buyer counsel re asset purchase agreement (2.0); telephone conference with Ducera team re same (.5); review and revise asset purchase agreement (3.9); review, analyze issues re same (1.6).
04/02/25	Joanna Schlingbaum	3.10	Review, revise transaction support agreement (2.5); review, analyze asset purchase agreement inventory terms (.2); review, revise disclosure schedules (.4).
04/03/25	Sloane Bessey	1.80	Research re sale considerations (.8); review, revise sale motion (.8); correspond with R. Golden, K&E team re same (.2).
04/03/25	Aislinn Comiskey	3.50	Correspond with R. Golden, S. Bessey re sale order research (.3); research re sale order breakup fees (3.2).
04/03/25	Rob Fowler, P.C.	0.20	Correspond with K. Huang re purchase agreement and scheduling issues.
04/03/25	Rachel Golden	5.40	Correspond with A. Comiskey re break up fee research (.2); review, analyze research, pleadings re same (.9); review, analyze asset purchase agreement (1.1); review, revise sale motion re same (.4); correspond with A. Comiskey, S. Bessey re same (.1); research re escheatment liability re sale (1.7); draft summary re same (.7); correspond with S. Bessey, Q. Wetzel re same (.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/03/25	Keli Huang	9.30	Telephone conference with C. Li, K&E team re disclosure schedules (1.0); review and revise asset purchase agreement (5.9); review and revise disclosure schedules re same (2.3); correspond with R. Fowler re same (.1).
04/03/25	Hunter C. Kodama	0.90	Review and revise disclosure schedules to asset purchase agreement.
04/03/25	Maddison Levine	1.80	Telephone conference with Company, Ducera, S. OHargan, K&E team re asset purchase agreement, sale matters (.5); prepare for same (.3); research re escheat liability (.4); review, analyze same (.2); correspond and conference with S. Bessey, K&E team re same (.4).
04/03/25	Cara Li	14.30	Review, revise asset purchase agreement (3.9); further review, revise same (3.6); review, analyze issues, open items re same (.7); review, revise disclosure schedules (3.9); further review, revise same (2.2).
04/03/25	Brian Nakhaimousa	1.00	Telephone conference with Company, Ducera, S. OHargan, K&E team re sale matters.
04/03/25	Srinithi Narayanan	1.50	Review and revise disclosure schedules.
04/03/25	Shawn OHargan, P.C.	5.30	Review, revise asset purchase agreement (1.1); telephone conference with M. Levine re same, liability assumption (.3); telephone conference with K. Huang, K&E team, Ducera team re sale open items (.6); review, revise disclosure schedules (.5); review, revise sale order (2.8).
04/03/25	Maddison Malone Riddick	2.50	Review and revise disclosure schedules (2.1); review and analyze issues re same (.4).
04/03/25	Quin Wetzel	2.30	Research re escheat liability, unclaimed property in chapter 11 (2.0); correspond with R. Golden re same (.3).
04/04/25	Sloane Bessey	1.70	Research re escheat liability (1.2); correspond with M. Levine, K&E team re same (.2); review, revise sale motion (.3).
04/04/25	John G. Caruso	0.50	Review, revise asset purchase agreement.
04/04/25	Aislinn Comiskey	0.50	Correspond with S. Bessey, R. Golden re sale motion (.1); review, revise same (.4).
04/04/25	Rob Fowler, P.C.	0.50	Review, revise asset purchase agreement.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Rachel Golden	5.80	Correspond with C. Li re asset purchase agreement (.2); revise sale motion re buyer expense reimbursement (1.4); review, analyze precedent re same (1.2); correspond with A. Comiskey, S. Bessey re same (.2); revise sale order re buyer expense reimbursement (1.7); review, analyze precedent re same (.5); correspond with M. Levine, B. Nakhaimousa re sale declaration, asset purchase agreement (.2); correspond with C. Li, K&E team re same (.4).
04/04/25	Kate Hardey	1.40	Review, analyze asset purchase agreement (1.1); correspond with O. Kaufmann re same (.3).
04/04/25	Jackie Heffernan	1.00	Review, revise asset purchase agreement.
04/04/25	Keli Huang	6.30	Telephone conference with C. Li re interim operating covenants in asset purchase agreement (.5); review and revise asset purchase agreement (3.8); review and revise disclosure schedules (2.0).
04/04/25	Olivia Kaufmann	1.40	Review, revise asset purchase agreement (1.1); conference with K. Hardey re same (.3).
04/04/25	Constantina Leodis	0.90	Review, revise asset purchase agreement (.7); conference with A. Mohammed re same (.2).
04/04/25	Cara Li	9.80	Telephone conference with K. Huang, K&E team re asset purchase agreement (.5); review, revise same (3.7); further review, revise same (2.5); review, revise disclosure schedules (3.1).
04/04/25	Julia Mark	0.50	Telephone conference with K. Huang, K&E team re asset purchase agreement.
04/04/25	Mallory Elise McKenzie	2.30	Review and revise purchase agreement (1.9); draft and revise issues list re same (.4).
04/04/25	Adam Mohamed	0.80	Review, revise asset purchase agreement.
04/04/25	Annika Morin	0.40	Review, revise asset purchase agreement.
04/04/25	Srinithi Narayanan	2.10	Review and revise asset purchase agreement (1.0); draft issues list re same (.7); review and revise transaction support agreement (.4).
04/04/25	Maureen D. O'Brien	1.50	Review, revise transaction support agreement (1.3); correspond with A. Morin re same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Shawn OHargan, P.C.	1.50	Telephone conference with K. Huang re disclosure schedules (.3); telephone conference with Company re same (.5); telephone conference with Ducera team re asset purchase agreement (.2); review, revise exhibits re same (.5).
04/04/25	Maddison Malone Riddick	2.40	Review, revise asset purchase agreement issues list (2.0); review, revise asset purchase agreement (.4).
04/04/25	Chris M. Salvatore	0.90	Analyze, revise asset purchase agreement.
04/04/25	Joanna Schlingbaum	1.70	Review, revise asset purchase agreement issues list (.3); draft issues list re buyer's markup of transaction support agreement (1.4).
04/04/25	Christina Welch	2.60	Review, revise issues list re asset purchase agreement (1.5); review, revise issues list re transaction support agreement (1.1).
04/04/25	Linda Yang	0.40	Review, analyze background information re sale (.2); draft summary re same (.2).
04/04/25	Susan Zablocki	2.70	Review, revise asset purchase agreement IP schedules.
04/05/25	Sloane Bessey	0.10	Correspond with R. Golden, K&E team re sale motion.
04/05/25	Aislinn Comiskey	0.20	Review, revise sale motion (.1); correspond with R. Golden, S. Bessey re same (.1).
04/05/25	Rob Fowler, P.C.	0.40	Review, revise asset purchase agreement.
04/05/25	Rachel Golden	7.30	Review, analyze asset purchase agreement (1.3); revise same (.5); correspond with C. Li re same (.2); correspond with M. Levine, K&E team re same (.2); revise sale motion (1.0); correspond with A. Comiskey, S. Bessey re same (.5); correspond with D. Hunter, K&E team re sale (.2); correspond with K. Huang, K&E team, MWE re issues re sale (.2); draft correspondence re same (.6); correspond with PH re consent, waiver letter agreement (.3); correspond with M. Levine, K&E team, Ducera re same (.2); review, revise sale declaration (2.1).
04/05/25	Kate Hardey	0.60	Review, revise asset purchase agreement.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/05/25	Keli Huang	9.00	Review and revise asset purchase agreement (3.9); review, analyze issues re same (1.6); review and revise transaction support agreement (.3); review and revise issues list re same (1.7); telephone conference with S. OHargan, Ducera team, Company re same (1.0); telephone conference with C. Li, J. Mark re disclosure schedules (.5).
04/05/25	Maddison Levine	3.60	Review, analyze asset purchase agreement markup (3.2); telephone conference with J. Mark, K&E team re sale (.4).
04/05/25	Cara Li	11.70	Telephone conference with J. Mark, K&E team re sale (.4); review, revise asset purchase agreement (3.5); review, revise disclosure schedules (3.9); further review, revise same (3.1); review, analyze issues re same (.8).
04/05/25	Julia Mark	3.40	Telephone conference with C. Li, K&E team re sale (.4); review and revise disclosure schedules (3.0).
04/05/25	Brian Nakhaimousa	0.20	Correspond with R. Golden, K&E team re waiver letter re sale.
04/05/25	Srinithi Narayanan	5.30	Review and revise asset purchase agreement (1.0); correspond with J. Schlingbaum re same (.3); review and revise transaction support agreement schedules (1.9); telephone conference with K. Huang, K&E team, Company re same (1.5); review and revise transaction support agreement (.6).
04/05/25	Maureen D. O'Brien	0.50	Review, revise transaction support agreement.
04/05/25	Shawn OHargan, P.C.	5.00	Review, revise transaction support agreement (3.9); telephone conference with K. Huang, K&E team, Ducera team, Company re same (1.1).
04/05/25	Maddison Malone Riddick	0.50	Review, revise asset purchase agreement (.4); draft summary re same (.1).
04/05/25	Joanna Schlingbaum	3.70	Revise, analyze markup of asset purchase agreement (3.4); correspond with S. Narayanan re same (.3).
04/05/25	Christina Welch	4.30	Review, revise transaction support agreement (3.1); review, analyze contracts re same (1.2).
04/05/25	Linda Yang	0.40	Telephone conference with K. Huang, K&E team re sale.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/06/25	Sloane Bessey	1.60	Review, revise DIP consent re sale (.6); correspond with PH team, D. Hunter, K&E team re sale order (.5); correspond with M. Levine, K&E team re DIP consent re sale (.5).
04/06/25	James B. Dickson	0.50	Review, revise asset purchase agreement, related documentation.
04/06/25	Rachel Golden	5.90	Conference with Board, D. Hunter, K&E team re sale updates (1.1); draft summary re same (.7); draft correspondence to MWE re inquiry re asset purchase agreement (.5); correspond with MWE re same (.1); correspond with M. Levine, K&E team re same (.1); correspond with D. Hunter, K&E team re sale documents (.4); review, revise sale order (.7); correspond with B. Nakhaimousa, K&E team, YC re same (.2); correspond with PH re consent, waiver letter agreement (.1); revise sale motion (2.0).
04/06/25	Nicole L. Greenblatt, P.C.	1.00	Telephone conference with S. OHargan, K&E team, Company re sale status.
04/06/25	Keli Huang	13.40	Telephone conference with S. OHargan, K&E team, Company re asset purchase agreement (1.5); telephone conference with C. Li and J. Mark re disclosure schedules (.5); review and revise purchase agreement (3.8); review, analyze issues re same (2.4); review and revise disclosure schedules (5.2).
04/06/25	Constantina Leodis	0.90	Review, revise DIP consent and waiver letter re sale (.7); correspond with M. Levine, K&E team re same (.2).
04/06/25	Maddison Levine	3.70	Telephone conferences with R. Golden, K&E team re sale matters, related pleadings (.9); review, revise sale motion and order (1.1); correspond with R. Golden, K&E team re same (.5); review, revise asset purchase agreement (.9); review, analyze precedent re same (.3).
04/06/25	Cara Li	12.40	Telephone conference with K. Huang, K&E team re disclosure schedules (.5); telephone conference with S. OHargan, Company, K&E team re asset purchase agreement (1.5); review, revise disclosure schedules (3.9); further review, revise same (2.7); review, revise asset purchase agreement (3.8).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/06/25	Julia Mark	5.40	Review and revise disclosure schedules (3.9); review, analyze issues re same (1.0); telephone conference with C. Li, K&E team re same (.5).
04/06/25	Adam Mohamed	0.50	Review, revise asset purchase agreement.
04/06/25	Brian Nakhaimousa	1.00	Conference with R. Golden re sale matters (.6); correspond with R. Golden, K&E team re sale pleadings (.4).
04/06/25	Srinithi Narayanan	5.30	Review and revise disclosure schedules (3.7); review and revise trademark schedules (1.6).
04/06/25	Shawn OHargan, P.C.	6.70	Telephone conference with PH team re asset issues list (2.0); review and revise asset purchase agreement (3.9); telephone conference with J. Schlingbaum, K&E team, MWE team re same (.8).
04/06/25	Maddison Malone Riddick	1.20	Review, analyze disclosure schedules (.9); conference and correspond with S. Zablocki, K&E team re same (.3).
04/06/25	Joanna Schlingbaum	2.80	Telephone conference with S. OHargan, K&E team, MWE team re asset purchase agreement (.7); revise, review analysis of license agreements re consent requirements (2.1).
04/06/25	Josh Sussberg, P.C.	0.20	Correspond with N. Greenblatt re sale.
04/06/25	Christina Welch	1.00	Telephone conference with S. OHargan, MWE team, K&E team re sale (.8); prepare for same (.2).
04/06/25	Susan Zablocki	2.20	Review, analyze IP agreements, related issues re sale.
04/07/25	Sloane Bessey	2.30	Review, revise DIP consent and waiver letter re sale (.8); correspond with R. Golden, K&E team re same (.6); conference with D. Hunter, K&E team re sale (.5); correspond with R. Golden, K&E team re sale motion and order (.4).
04/07/25	John G. Caruso	0.50	Review, revise disclosure schedules.
04/07/25	Aislinn Comiskey	4.30	Conference with D. Hunter, K&E team re sale motion, order (.7); research re offer letters and 363 sale (2.7); correspond with R. Golden, S. Osborne, C. Li re same (.4); research re 363 sale precedent (.4); correspond with R. Golden, K&E team, YCST team re same (.1).
04/07/25	James B. Dickson	0.60	Review, revise asset sale documents, related reporting.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Rachel Golden	10.10	Conference with D. Hunter, K&E team re sale (.7); prepare for same (.2); correspond with S. Bessey re consent, waiver letter agreement (.2); correspond with C. Li, K&E team re employment considerations re same (.1); research re same (.4); review, analyze research re same (.5); review, revise same (.2); correspond with S. Osborne re letter of credit considerations re sale (.1); review, analyze research re same (.6); correspond with K. Huang, K&E team re sale order (.3); correspond with M. Levine, K&E team re sale issues (.8); correspond with Alix re inquiry re sale (.2); correspond with YC re sale motion (.1); revise same (2.9); correspond with S. Bessey, A. Comiskey re sale transcripts (.2); research re same (1.5); review, analyze same (.4); correspond with YC re same (.1); correspond with M. Levine, K&E team re sale declaration (.2); draft correspondence re same (.4).
04/07/25	Kate Hardey	1.00	Review, revise asset purchase agreement (.8); conference with O. Kaufmann re same (.1); correspond with D. Williams re same (.1).
04/07/25	Keli Huang	10.40	Telephone conference with PH team, S. OHargan, K&E team re sale (.5); telephone conference with C. Li, K&E team re disclosure schedules (.5); telephone conference with buyer's counsel re equity commitment letter (.5); telephone conference with RSM team re accounting policies and net working capital adjustments (.5); review and revise disclosure schedules (3.7); further review, revise same (3.3); review, analyze issues re same (1.4).
04/07/25	Derek I. Hunter	0.50	Telephone conference with B. Nakhaimousa, K&E team re sale process, related issues.
04/07/25	Olivia Kaufmann	1.40	Revise, review disclosure schedules (1.2); correspond with K. Hardey re same (.2).
04/07/25	Joe Krisko	2.00	Prepare for Hart Scott Rodino antitrust filing.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Constantina Leodis	2.20	Correspond with K. Huang, K&E team re open issues re sale (.5); review, revise DIP consent and waiver letter re sale (.7); correspond with J. Dickson re same (.3); review, revise asset purchase agreement (.3); correspond with A. Mohamed, K&E team re same (.2); correspond with PH re same (.2).
04/07/25	Maddison Levine	1.70	Review, revise sale materials (.9); review, analyze research re same (.4); correspond and conferences with B. Nakhaimousa, K&E team re same (.4).
04/07/25	Cara Li	14.60	Revise, revise disclosure schedules (3.5); further review, revise same (3.8); review, analyze issues re same (1.6); telephone conference with buyer's counsel, K. Huang, K&E team re asset purchase agreement (.5); telephone conference with PH team, S. OHargan, K&E team re sale (.5); correspond with J. Mark, K. Huang re same (.8); further review, revise disclosure schedules (3.9).
04/07/25	Julia Mark	11.40	Telephone conference with buyer's counsel, C. Li, K&E team re asset purchase agreement (.5); telephone conference with PH team, S. OHargan, K&E team re sale (.5); review, revise disclosure schedules (7.3); review, analyze issues re same (2.8); correspond with C. Li re same (.3).
04/07/25	Mallory Elise McKenzie	2.10	Review and revise disclosure schedules (1.5); conference with J. Heffernan, K&E team, buyer's counsel re asset purchase agreement (.6).
04/07/25	Adam Mohamed	1.00	Review, revise asset purchase agreement.
04/07/25	Annika Morin	0.20	Review, revise disclosure schedules.
04/07/25	Brian Nakhaimousa	0.70	Conference with K. Huang re sale process, asset purchase agreement.
04/07/25	Brian Nakhaimousa	0.50	Conference with D. Hunter, K&E team re sale.
04/07/25	Srinithi Narayanan	2.50	Review and revise disclosure schedules (1.4); review and revise trademark schedules (.8); correspond with J. Schlingbaum re same (.3).
04/07/25	Maureen D. O'Brien	0.50	Correspond with A. Morin re disclosure schedules (.3); correspond with S. OHargan re same (.2)

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Shawn OHargan, P.C.	7.30	Review, revise asset purchase agreement (2.1); review, revise sale order (2.1); telephone conference with Alix team, K&E team re disclosure schedules (.5); correspond with M. O'Brien, K&E team re same (.2); review, revise same (1.4); telephone conference with Ducera team re sale status (1.0).
04/07/25	Sarah Osborne	2.60	Research re assigning letters of credit in private sale (1.8); draft summary re same (.8).
04/07/25	Maddison Malone Riddick	1.30	Review, revise disclosure schedules.
04/07/25	Joanna Schlingbaum	0.60	Review, revise disclosure schedules (.5); correspond with C. Welch re same (.1).
04/07/25	Ishaan G. Thakran	2.00	Research re sale process, related issues (1.7); correspond with B. Messing re same (.3).
04/07/25	Christina Welch	1.00	Review, analyze disclosure schedules (.8); correspond with J. Schlingbaum re same (.2).
04/07/25	Dennis Williams, P.C.	1.80	Review, analyze asset purchase agreement (1.1); review, analyze disclosure schedules (.3); correspond with K. Hardey, K&E team re same (.4).
04/07/25	Linda Yang	0.30	Review and analyze correspondence from buyer counsel re signing.
04/08/25	Matt Advani	0.60	Review and revise asset purchase agreement.
04/08/25	Sloane Bessey	0.90	Correspond with R. Golden, K&E team re sale hearing transcripts (.3); correspond with M. Levine, K&E team re DIP consent and waiver letter (.3); correspond with PH team, M. Levine, K&E team re same (.2); correspond with M. Levine, K&E team re sale motion (.1).
04/08/25	Caroline Buthe	1.20	Research re sale hearing (1.1); correspond with S. Bessey, A. Comiskey re same (.1).
04/08/25	Aislinn Comiskey	3.00	Correspond with S. Bessey, C. Buthe, K&E team, YCST team re 363 sale (.2); conference with C. Buthe re same (.1); review and analyze transcripts re 363 sale (2.7).
04/08/25	Rob Fowler, P.C.	0.30	Review and revise asset purchase agreement.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/08/25	Rachel Golden	2.00	Correspond with M. Levine, K&E team re sale motion (.2); correspond with YC re same (.1); conference with YC re same (.5); revise same (.5); correspond with S. Bessey, A. Comiskey re same (.1); review, analyze same (.6).
04/08/25	Keli Huang	10.70	Review and revise purchase agreement (3.9); review and revise issues list re purchase agreement (.8); review, revise issues list re and transition purchase agreement (.7); review and revise asset purchase agreement disclosure schedules (3.6); review, analyze issues re same (1.4); correspond with J. Mark re same (.3).
04/08/25	Joe Krisko	0.80	Coordinate Hart Scott Rodino antitrust filing (.6); correspond with M. Thorpe re same (.2).
04/08/25	Constantina Leodis	1.20	Review, revise asset purchase agreement (.6); correspond with A. Mohamed re same (.3); correspond with K. Huang, K&E team re same (.3).
04/08/25	Maddison Levine	2.40	Review, revise sale materials (1.1); review, analyze issues re same (.7); correspond and conferences with B. Nakhaimousa re same (.6).
04/08/25	Cara Li	13.90	Review, revise disclosure schedules (3.9); further review, revise same (2.8); review, analyze issues re same (1.2); review, revise asset purchase agreement (3.7); review, revise exhibits re same (1.6); correspond with J. Mark re disclosure schedules (.4); correspond with K. Huang re same (.3).
04/08/25	Julia Mark	10.80	Correspond with C. Li re sale issues, asset purchase agreement (.5); review, revise disclosure schedules (3.3); further revise same (3.4); review, analyze issues re same (3.6).
04/08/25	Adam Mohamed	0.40	Review, revise asset purchase agreement.
04/08/25	Brian Nakhaimousa	1.70	Review, revise sale motion (1.6); correspond with S. Bessey, K&E team re same (.1).
04/08/25	Srinithi Narayanan	5.50	Review and revise disclosure schedules (2.5); correspond with Company re buyer's requests (.4); review and revise trademark schedules (2.6).

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/08/25	Maureen D. O'Brien	1.40	Review, revise transaction support agreement (.8); review, revise asset purchase agreement (.4); correspond with M. Riddick re same (.2).
04/08/25	Shawn OHargan, P.C.	5.80	Review, revise disclosure schedules (.8); correspond with PH team re sale status (.2); telephone conference with K. Huang, K&E team re 2L offer (.3); review, revise asset purchase agreement (1.2); review, analyze interim operational covenants (.3); further review, revise asset purchase agreement (3.0).
04/08/25	Maddison Malone Riddick	0.90	Review and revise purchase agreement (.7); correspond with M. Obrien re same (.2).
04/08/25	Joanna Schlingbaum	1.30	Review, revise disclosure schedules (.9); draft transaction support agreement issues list (.4).
04/08/25	Michael D. Thorpe	0.30	Correspond with J. Krisko re antitrust filing.
04/08/25	Linda Yang	0.30	Review and analyze correspondence from MWE re signing.
04/09/25	Sloane Bessey	2.70	Review, revise sale motion (1.9); correspond with R. Golden, K&E team re same, sale order (.5); correspond with D. Hunter, K&E team, PH team re same (.3).
04/09/25	Caroline Buthe	0.80	Research re sale hearing.
04/09/25	Aislinn Comiskey	1.90	Review and analyze 363 sale hearing transcripts (1.7); correspond with C. Buthe, R. Golden re same (.2).
04/09/25	Rachel Golden	6.20	Correspond with C. Li, K&E team re sale considerations (.5); conference with PH, C. Li, K&E team re same (.6); review, revise sale motion (2.3); correspond with S. Bessey re same (.1); correspond with B. Nakhaimousa, K&E team re sale motion, order (.4); correspond with Ducera re same (.1); review, revise sale order (1.9); correspond with PH re sale order (.1); draft correspondence re same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/09/25	Keli Huang	14.30	Telephone conference with S. O'Hagan re sale (.5); telephone conference with M. Schwartz re asset purchase agreement (1.0); review and revise same (3.6); revise, analyze accounting policies (1.3); review, revise disclosure schedules (3.3); draft issues list re same (2.6); review and revise schedule to transaction services agreement (1.1); correspond with L. Yang and J. Mark re signing deliverables (.9).
04/09/25	Samantha Jones	0.50	Review, analyze correspondence from MWE re sale status.
04/09/25	Maddison Levine	3.10	Review, revise sale materials (1.3); review, analyze issues re same (.9); correspond and conferences with B. Nakhaimousa, K&E team re same (.9).
04/09/25	Cara Li	13.00	Telephone conference with J. Mark, K&E team re sale status (1.1); review, revise disclosure schedules (3.9); review, analyze same (2.4); research re same (1.9); correspond with K. Huang re same (.2); review, revise asset purchase agreement (3.5).
04/09/25	Julia Mark	7.40	Telephone conference with C. Li, K&E team re disclosure schedules (1.1); review, revise same (6.3).
04/09/25	Mallory Elise McKenzie	1.40	Review, revise disclosure schedules re employment matters.
04/09/25	Adam Mohamed	0.70	Review, revise asset purchase agreement.
04/09/25	Annika Morin	0.30	Review, revise disclosure schedules.
04/09/25	Brian Nakhaimousa	1.70	Telephone conference with M. Levine, K&E team re sale (.5); review, revise sale order (1.1); correspond with R. Golden, K&E team re same (.1).
04/09/25	Srinithi Narayanan	5.70	Review and revise disclosure schedules (2.5); correspond with J. Schlingbaum, K&E team and Company re seller requests (1.5); telephone conference with Company, J. Schlingbaum, K&E team re sale (.5); review and revise transaction support agreement (.8); review and revise trademark assignment agreement (.4).
04/09/25	Maureen D. O'Brien	1.00	Review and revise disclosure schedules (.8); correspond with A. Morin re same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/09/25	Shawn OHargan, P.C.	5.80	Telephone conference with Company re sale (.5); prepare for same (2.0); telephone conference with K. Huang re same (.3); telephone conference with MWE team re waiver and asset purchase agreement (2.5); telephone conference with Ducera team re same (.5).
04/09/25	Maddison Malone Riddick	0.80	Review and revise disclosure schedules.
04/09/25	Joanna Schlingbaum	2.60	Telephone conference with Company re purchase agreement issues list (1.5); review, revise disclosure schedules (.6); review, revise transaction support agreement and transaction support agreement schedules (.5).
04/09/25	Christina Welch	2.10	Revise, review disclosure schedules re IP issues (1.7); draft summary re same (.4).
04/10/25	Sloane Bessey	0.50	Correspond with R. Golden, K&E team re sale motion and order (.3); correspond with M. Levine, K&E team re expense reimbursement (.2).
04/10/25	Aislinn Comiskey	1.40	Review and revise sale order (.8); correspond with M. Levine, B. Nakhaimousa R. Golden, re same (.2); research re bid protections and expense reimbursement (.2); correspond with S. Bessey re same (.2).
04/10/25	Rachel Golden	3.00	Telephone conference with M. Levine, K&E team re sale (.2); review, revise sale order (2.8).
04/10/25	Keli Huang	6.40	Telephone conference with S. OHargan, K&E team, PH team re sale status (.5); telephone conference with S. OHargan, K&E team, Ducera team re same (.5); telephone conference with PH team re waiver (1.0); telephone conference with M. Thorpe re Hart Scott Rodino filings (.6); review and revise transaction documents (3.8).
04/10/25	Derek I. Hunter	0.80	Telephone conference with B. Nakhaimousa, K&E team, counterparties re sale objection (.5); telephone conference with B. Nakhaimousa, K&E team, PH re sale process (.3).
04/10/25	Joe Krisko	1.50	Coordinate Hart Scott Rodino antitrust filing.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/10/25	Constantina Leodis	1.20	Review, revise DIP consent and waiver letter (.7); correspond with A. Mohamed, J. Dickson, K&E team re same (.3); correspond with PH re same (.2).
04/10/25	Cara Li	9.80	Review, revise asset purchase agreement (3.9); review, analyze issues, open items re same (1.0); correspond with K. Huang re same (.2); correspond with J. Mark re same (.1); telephone conference with J. Mark, K&E team re same (.5); review, revise disclosure schedules (3.6); review, analyze precedent re same (.5).
04/10/25	Julia Mark	3.20	Conference with C. Li, K&E team re sale (.5); review and revise disclosure schedules (2.7).
04/10/25	Annika Morin	0.20	Correspond with C. Welch, K&E team re transaction support agreement schedules.
04/10/25	Srinithi Narayanan	2.00	Correspond with J. Schlingbaum, K&E team re disclosure schedules (.7); review and revise same (1.3).
04/10/25	Shawn OHargan, P.C.	4.80	Review, revise signing items (.2); telephone conference with PH re same (.3); telephone conferences with K. Huang, K&E team Ducera team re sale (.5); review, analyze issues re gross to net calculation (2.6); telephone conference with M. Thorpe, K&E team re Hart Scott Rodino filing information (.4); telephone conference with PH team re sale (.5); telephone conference with K. Huang re same (.3).
04/10/25	Joanna Schlingbaum	0.60	Review, revise trademark assignment agreement (.2); review, revise disclosure schedules (.4).
04/10/25	Michael D. Thorpe	0.50	Telephone conference with S. OHargan, K&E team re Hart Scott Rodino filing.
04/10/25	Leslie Tuffy	0.40	Coordinate Hart-Scott-Rodino filing (.3); correspond with M. Thorpe re same (.1).
04/10/25	Christina Welch	0.50	Review, analyze disclosure schedules re IP.
04/11/25	Sloane Bessey	0.20	Correspond with R. Golden, K&E team, Alix team re sale.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/11/25	Aislinn Comiskey	3.70	Research precedent re bid protections (.6); correspond with B. Nakhaimousa, K&E team re same (.4); conference with M. Levine, K&E team re sale order, motion (.4); research re proposition 65 bankruptcy treatment (2.1); correspond with R. Golden, C. Li re same (.2).
04/11/25	Rachel Golden	0.80	Correspond with D. Hunter re sale motion, order (.2); correspond with C. Li re research re sale (.1); review, analyze research re same (.5).
04/11/25	Keli Huang	7.30	Review and revise transaction documents (3.4); review, analyze considerations re same (2.0); correspond with J. Mark, K&E team re transaction next steps (.4); telephone conference with S. O'Hagan, K&E team, Ducera team re transaction next steps (.5); conference with C. Li re disclosure schedules (1.0).
04/11/25	Olivia Kaufmann	0.40	Review, revise disclosure schedules.
04/11/25	Maddison Levine	0.70	Correspond with K. Huang, K&E team re open sale matters (.4); review, analyze issues re same (.3).
04/11/25	Cara Li	8.00	Conference with K. Huang re sale (1.0); review, revise asset purchase agreement (3.6); review, revise disclosure schedules (3.1); correspond with J. Mark re same (.3).
04/11/25	Julia Mark	2.70	Review and revise disclosure schedules.
04/11/25	Mallory Elise McKenzie	0.80	Review, revise disclosure schedules.
04/11/25	Adam Mohamed	0.30	Review, revise asset purchase agreement.
04/11/25	Annika Morin	0.50	Telephone conference with M. O'Brien re transaction support agreement schedules.
04/11/25	Brian Nakhaimousa	1.20	Correspond with K. Huang, K&E team re sale matters.
04/11/25	Srinithi Narayanan	1.30	Review and revise disclosure schedules (.3); correspond with Hunton team re settlement agreement (.5); review, revise schedules re transaction support agreement (.5).
04/11/25	Maureen D. O'Brien	0.50	Telephone conference with A. Morin re transaction support agreement schedules.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/11/25	Shawn OHargan, P.C.	5.50	Telephone conference with K. Huang re issues list re sale (1.0); revise, review asset purchase agreement (3.7); telephone conference with K. Huang, K&E team, PH team re same (.8).
04/11/25	Christina Welch	0.90	Review, revise disclosure schedules (.7); correspond with J. Schlingbaum re same (.2).
04/11/25	Linda Yang	0.80	Correspond with K. Huang, K&E team re sale status (.5); review, analyze materials re same (.3).
04/12/25	James B. Dickson	0.50	Review, revise ancillary sale items.
04/12/25	Keli Huang	2.30	Review and revise asset purchase agreement (1.3); review and revise disclosure schedules re same (1.0).
04/12/25	Constantina Leodis	0.60	Review, revise DIP consent and waiver letter (.4); correspond with J. Dickson and A. Mohamed re same (.2).
04/12/25	Julia Mark	1.30	Review and revise disclosure schedules and attached annexes (1.0); correspond with K. Huang, C. Li re same (.3).
04/12/25	Annika Morin	0.40	Review, analyze transaction support agreement schedules (.3); correspond with M. O'Brien re same (.1).
04/12/25	Brian Nakhaimousa	0.10	Correspond with L. Yang re waiver letter.
04/12/25	Maureen D. O'Brien	1.40	Review, revise disclosure schedules (1.3); correspond with A. Morin re same (.1).
04/12/25	Shawn OHargan, P.C.	3.30	Review, revise disclosure schedules (2.3); telephone conference with K. Huang, K&E team, PH team re bid response (1.0).
04/12/25	Linda Yang	1.90	Review and revise asset purchase agreement; (1.8); correspond with B. Nakhaimousa, K&E team re waiver letter (.1).
04/13/25	Keli Huang	7.00	Conference with J. Mark, K&E team re sale (1.5); review and revise asset purchase agreement (2.2); telephone with Ducera team, buyer's counsel, buyer, S. OHargan, K&E team re transaction documents (1.0); draft issues list re same (1.0); draft deck re asset purchase agreement (1.3).
04/13/25	Maddison Levine	1.30	Telephone conference and correspond with MWE, K&E, PH re sale status, open items (.9); review, analyze governance issues, asset purchase agreement re same (.4).

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/13/25	Julia Mark	3.70	Conference with K. Huang, K&E team re sale matters (1.5); review and revise disclosure schedules and attached annexes (2.2).
04/13/25	Brian Nakhaimousa	1.20	Review, revise sale motion (.7); correspond with R. Golden, K&E team re same, re sale matters (.2); conference with MWE re sale (.3).
04/13/25	Shawn OHargan, P.C.	5.00	Telephone conference with K. Huang, K&E team, PH team re sale (2.0); telephone conference with MWE team, K. Huang, K&E team, Ducera team, Jefferies team re same (2.5); telephone conference with MWE team re same (.5).
04/13/25	Linda Yang	4.80	Review and revise asset purchase agreement (3.1); review, analyze issues re same (1.7).
04/13/25	Susan Zablocki	8.90	Review, revise disclosure schedules re IP issues (2.7); review, revise asset purchase agreement (2.6); research re same (3.6).
04/14/25	Aislinn Comiskey	3.20	Correspond with R. Golden, K&E team re sale motion (.1); review, revise sale motion re same (.7); review, revise sale order (.8); correspond with B. Nakhaimousa, R. Golden, K&E team re same (.2); research re expense reimbursements (1.4).
04/14/25	James B. Dickson	0.50	Review, revise ancillary sale items.
04/14/25	Rachel Golden	11.50	Correspond with J. Mark re consent, wavier letter agreement signature page (.1); compile, manage same re execution (.3); correspond with PH, MWE re sale order (.4); review, revise sale motion (4.9); review, revise sale order (3.9); review, analyze asset purchase agreement re sale motion, order (1.8); correspond with C. Li, K&E team re same (.1).
04/14/25	Keli Huang	9.90	Telephone conference with S. OHargan, K&E team, PH team, Company re sale (1.0); telephone conference with B. Nakhaimousa re consents (.5); draft issues list re same (1.2); review and revise asset purchase agreement (2.7); review and revise disclosure schedules (2.2); review and revise accounting policies (1.2); review and revise consents (.6); telephone conference with B. Nakhaimousa re cure costs schedule (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/14/25	Maddison Levine	1.10	Telephone conference with B. Nakhaimousa, K&E team re sale, related governance matters (.3); review, analyze issues, materials re same (.8).
04/14/25	Julia Mark	5.80	Telephone conference with buyer's counsel re sale (.7); review and revise disclosure schedules and attached annexes (3.1); further review, revise same (2.0).
04/14/25	Adam Mohamed	0.80	Review, analyze issues re asset purchase agreement.
04/14/25	Annika Morin	1.90	Review, analyze employee benefits matters re disclosure schedules (1.5); correspond with M. O'Brien re same (.4).
04/14/25	Brian Nakhaimousa	0.20	Conference with M. Levine, Ducera, MWE, K&E team re sale.
04/14/25	Brian Nakhaimousa	0.70	Conferences with M. Levine and R. Golden re sale matters.
04/14/25	Brian Nakhaimousa	1.20	Conference with K. Huang, K&E team re sale matter re DIP (.5); review, analyze DIP Credit agreement, DIP order re same (.7).
04/14/25	Srinithi Narayanan	2.30	Review and revise trademark schedules (1.8); correspond with C. Welch, K&E team re transaction support agreement (.5).
04/14/25	Maureen D. O'Brien	1.90	Review, revise purchase agreement (.5); review revise schedules re same (.4); review revise transaction support agreement (.5); correspond with K. Huang, K&E team re transaction support agreement (.2); conference with A. Morin and S. OHargan (.3).
04/14/25	Shawn OHargan, P.C.	10.40	Telephone conference with Ducera team re sale (.2); telephone conference with M. Levine, K&E team re same (.3); telephone conference with Lazard team and PH team re same (.5); review, analyze cure cost matter (.3); review, revise asset purchase agreement (4.6); review, revise disclosure schedules (3.9); review, analyze issues re same (.6).
04/14/25	Christina Welch	0.50	Correspond with S. Narayanan re disclosure schedules (.3); review, revise same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/14/25	Linda Yang	10.80	Review and revise asset purchase agreement closing documents (3.9); further review same (3.1); further review, revise same (3.1); telephone conferences with MWE team re same (.7).
04/14/25	Susan Zablocki	0.50	Review, revise disclosure schedules (.3); research re same (.2).
04/15/25	Sloane Bessey	0.20	Correspond with M. Levine, K&E team, Alix team re sale motion.
04/15/25	Aislinn Comiskey	0.90	Correspond with B. Nakhaimousa, R. Golden re motion to seal re sale (.1); draft motion to seal (.2); correspond with B. Nakhaimousa, R. Golden re sale motion, order, consent waiver (.3); conference with R. Golden, K&E team, Company team, buyer team re signature pages (.1); conference with M. Levine, R. Golden, K&E team re sale (.2).
04/15/25	Rachel Golden	14.20	Review, revise sale motion (3.9); review, revise sale order (3.9); further review, revise sale motion, order (3.9); correspond with PH re same (.4); correspond with MWE re same (.3); correspond with Ducera re same (.1); prepare same for filing (1.1); correspond with MWE re adequate assurance (.2); conference with Board, D. Hunter, K&E team, Alix, Ducera re sale update (.2); draft summary re same (.2).
04/15/25	Nicole L. Greenblatt, P.C.	0.50	Review and revise sale motion and order.
04/15/25	Keli Huang	9.80	Review and revise asset purchase agreement (2.7); telephone conference with S. OHargan re same (1.6); telephone conference with Ducera re sale transaction (1.0); telephone conference with S. OHargan re signing (.5); correspond with Alix team re cure costs schedule (1.0); telephone conference with L. Yang and J. Mark re cure costs schedule (1.0); review and revise disclosure schedules (1.5); telephone conference with MWE team re schedules and cure cost schedule (.5).
04/15/25	Derek I. Hunter	0.50	Telephone conference with B. Nakhaimousa, K&E team, Ducera, Company re sale process.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/15/25	Joe Krisko	5.30	Coordinate Hart Scott Rodino antitrust filing (3.8); review, analyze issues re same (1.1); correspond with L. Tuffy re same (.2); correspond with M. Thorpe re same (.2).
04/15/25	Maddison Levine	4.80	Review, revise sale documents (1.8); coordinate filing of same (.9); conferences with MWE, S. OHargan, K&E team, Ducera re same, open items (.8); conference with B. Nakhaimousa, K&E team re cure schedule (.4); review, revise same (.6); correspond with Alix re same (.3).
04/15/25	Julia Mark	13.40	Compile, analyze sale documents for signing (3.3); telephone conference with K. Huang re cure costs schedule (1.0); correspond with L. Yang re same (.2); review, revise disclosure schedules (1.1); further review, revise same (2.3); further review same (3.2); review, analyze precedent, issues re same (2.3).
04/15/25	Brian Nakhaimousa	8.20	Conference with M. Levine, K&E team re cures re sale (.5); review, analyze open issues re same (.4); conference with Company, Ducera re sale transaction (.9); prepare for same (.6); conference with K. Huang, Ducera, buyer's counsel, PH re sale (.5); correspond with K. Huang, K&E team re sale matters (1.9); review, analyze sale matters, related documentation (3.4).
04/15/25	Srinithi Narayanan	0.40	Correspond with K. Huang, K&E team re sale status, next steps.
04/15/25	Maureen D. O'Brien	1.00	Review, revise transaction support agreement (.8); correspond with M. Levine re same (.2).
04/15/25	Shawn OHargan, P.C.	4.70	Review, analyze issues re signing (1.7); telephone conference with K. Huang, K&E team re cure costs (.5); review, revise asset purchase agreement (1.6); telephone conference with K. Huang, Ducera team re sale (.5); telephone conference with M. Thorpe re antitrust filing (.2); telephone conference with K. Huang re disclosure schedules (.2).
04/15/25	Michael D. Thorpe	0.80	Correspond with J. Krisko, K&E team re Hart Scott Rodino antitrust filing (.6); telephone conference with S. OHargan re same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/15/25	Leslie Tuffy	1.70	Coordinate Hart-Scott-Rodino filing (1.5); correspond with M. Thorpe re same (.2).
04/15/25	Linda Yang	12.20	Review, revise asset purchase agreement (3.9); correspond with J. Mark re same (.2); telephone conference with K. Huang, K&E team re same (1.0); telephone conference with K. Huang, K&E team, MWE team re same (.5); review, revise cure schedules (3.9); review, revise disclosure schedules (2.7).
04/16/25	Rachel Golden	1.40	Correspond with D. Hunter re adequate assurance outreach (.1); review, analyze issues re same (.5); correspond with Kroll re sale motion, order notice (.2); correspond with MWE re adequate assurance (.5); correspond with landlord counterparty re sale order (.1).
04/16/25	Keli Huang	2.90	Review, revise closing checklist (1.0); review and revise cure cost schedules (.9); telephone conference with S. OHargan, MWE team re same (.3); telephone conference with J. Mark and L. Yang re disclosure schedules (.5); correspond with Alix team re cure cost schedules (.2).
04/16/25	Joe Krisko	3.80	Coordinate Hart Scott Rodino antitrust filing (2.6); review, analyze issues re same (1.2).
04/16/25	Constantina Leodis	0.70	Review, revise consent and waiver letter.
04/16/25	Maddison Levine	2.70	Correspond and conferences with B. Nakhaimousa, K&E team, YCST re sale documents, post-filing issues (1.1); correspond with various landlords, B. Nakhaimousa re same, cure issues (.8); review, analyze same, next steps (.8).
04/16/25	Julia Mark	8.80	Review, revise sale non-disclosure agreement (4.6); correspond with K. Huang re same (.2); telephone conference with K. Huang and L. Yang re disclosure schedules (.5); review, revise disclosure schedules (3.5).
04/16/25	Adam Mohamed	0.50	Review, analyze issues re asset purchase agreement.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/16/25	Shawn OHargan, P.C.	2.80	Review, analyze sale disclosures (.5); review, analyze real estate issues re sale (.5); review, analyze interim operating covenants (.3); review and revise summary re same (1.0); telephone conference with K. Huang, K&E team re same (.5).
04/16/25	Leslie Tuffy	2.90	Coordinate Hart-Scott-Rodino filing (2.5); correspond with M. Thorpe, J. Krisko re same (.4).
04/16/25	Linda Yang	7.50	Correspond with J. Mark, K&E team re cure cost schedules (.7); review and revise interim operating covenants memorandum (2.0); telephone conference with S. OHargan and J. Marks re same (.8); review and revise sale process NDA (3.3); correspond with K. Huang, K&E team re closing workstreams (.7).
04/17/25	Ziv Ben-Shahar	0.50	Revise notice of sale (.4); correspond with M. Levine, K&E team re same (.1).
04/17/25	Aislinn Comiskey	0.10	Correspond with R. Golden, K&E team re sale.
04/17/25	Rob Fowler, P.C.	0.60	Review, analyze interim operating covenant issues under purchase agreement.
04/17/25	Joe Krisko	1.30	Coordinate Hart Scott Rodino antitrust filing (1.2); correspond with L. Tuffy re same (.1).
04/17/25	Constantina Leodis	0.80	Review, revise consent and waiver letter (.3); correspond with A. Mohammed, K&E team re same (.5).
04/17/25	Julia Mark	4.20	Review and revise disclosure schedules (2.1); review, revise interim operating covenants memorandum (2.1).
04/17/25	Brian Nakhaimousa	0.10	Correspond with K. Huang, K&E team re cure matters.
04/17/25	Shawn OHargan, P.C.	3.30	Telephone conference with PH, K Huang, K&E team re sale (.5); telephone conferences with Ducera team re same (.3) telephone conference with M. Levine, K&E team re same (.2); review, analyze public disclosure inquiry (.2); telephone conference with K. Huang, K&E team re sale next steps (.5); review, analyze interim operating covenants (.6); telephone conference with K. Huang re covenants, cure costs (1.0).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

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04/17/25	Maddison Malone Riddick	0.80	Conference with K. Huang, K&E team re interim operating covenants (.3); review and analyze sale documents re same (.5).
04/17/25	Michael D. Thorpe	0.50	Correspond with J. Krisko, K&E team re antitrust filing.
04/17/25	Linda Yang	7.40	Review and revise sale closing checklist (3.9); review, analyze documents re same (3.5).
04/18/25	Ziv Ben-Shahar	1.60	Review, revise notice of sale (.2); review, analyze issues re sale order (1.4).
04/18/25	Sloane Bessey	0.40	Telephone conference with R. Golden re sale order (.2); correspond with buyer's counsel, PH team, R. Golden, K&E team re landlord's proposed comments re sale order (.2).
04/18/25	Aislinn Comiskey	2.60	Review and analyze cure cost estimates (2.4); correspond with B. Nakhaimousa, R. Golden re same (.2).
04/18/25	Rob Fowler, P.C.	0.20	Correspond with S. OHargan, K&E team re purchase agreement issues.
04/18/25	Rachel Golden	10.50	Review, analyze issues re sale (2.3); draft summary re same (1.2); correspond with B. Nakhaimousa re cure schedule (.2); review, revise same (3.2); further compile, same for filing (3.1); conference with B. Nakhaimousa re same (.5).
04/18/25	Keli Huang	2.20	Telephone conference with L. Yang and J. Mark re closing checklist (.5); telephone conference with S. OHargan re same (.4); correspond with Ducera team and S. OHargan re antitrust filings (.5); coordinate same (.5); review and revise closing checklist (.3).
04/18/25	Keli Huang	2.00	Telephone conference with PH team, Ducera team, Alix team re sale status (.5); telephone conference with Ducera team, Company, K&E team re same (1.0); telephone conference with J. Mark and L. Yang re disclosure schedules (.5).
04/18/25	Joe Krisko	0.50	Review, analyze Hart Scott Rodino antitrust filing (.3); correspond with K. Huang re same (.2).
04/18/25	Maddison Levine	1.10	Correspond with various landlords, B. Nakhaimousa, K&E team re cure issues, related sale matters (.6); review, analyze sale order, cure schedule re same (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

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04/18/25	Julia Mark	4.80	Revise and review disclosure schedules, annexes (4.0); review, revise closing checklist (.8).
04/18/25	Brian Nakhaimousa	1.80	Review, revise asset purchase agreement, related schedules (1.4); correspond with K Huang, K&E team re same (.4).
04/18/25	Srinithi Narayanan	0.30	Correspond with J. Mark, K&E team re closing checklist.
04/18/25	Shawn OHargan, P.C.	1.00	Review, analyze antitrust filing (.6); telephone conference with K. Huang, PH team, Ducera team, Alix team re sale status (.4).
04/18/25	Michael D. Thorpe	0.50	Correspond with S. OHargan, K&E team re antitrust filings (.3); review, revise same (.2).
04/18/25	Linda Yang	4.90	Review and revise closing checklist (1.8); telephone conference with J. Mark, K&E team re same (.3); review and revise cure schedules (2.8).
04/19/25	Ziv Ben-Shahar	0.60	Review, analyze issues re sale motion comments.
04/19/25	Sloane Bessey	0.10	Correspond with B. Nakhaimousa, K&E team re sale order.
04/19/25	Julia Mark	3.30	Revise and review disclosure schedules, annexes (2.7); review, analyze issues re same (.6).
04/19/25	Brian Nakhaimousa	0.30	Correspond with MWE re adequate assurance package (.1); correspond with counsel to landlord re sale order (.1); correspond with Z. Ben Shahar re same (.1).
04/19/25	Maureen D. O'Brien	1.00	Review and revise sale order re employment issues.
04/19/25	Shawn OHargan, P.C.	0.50	Review, analyze sale order and cure costs.
04/19/25	Linda Yang	0.90	Review and compile signing documents.
04/20/25	Ziv Ben-Shahar	4.30	Correspond with K. Huang, K&E team re sale order comments (.3); correspond with MWE team re adequate assurance (.2); review, analyze issues re same (1.4); correspond with B. Nakhaimousa re same (.3); correspond with landlords re same (2.1).
04/20/25	Sloane Bessey	0.20	Review, analyze comments to sale order.
04/20/25	Keli Huang	0.20	Correspond with B. Nakhaimousa re pre-closing obligations and cure costs.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/20/25	Brian Nakhaimousa	0.20	Correspond with Z. Ben-Shahar re adequate protection package re sale.
04/21/25	Ziv Ben-Shahar	4.10	Review, analyze issues re sale order (1.8); review, analyze cure, assumption schedules (.6); review, revise sale order (.9); correspond with S. Bessey re same (.8).
04/21/25	Ziv Ben-Shahar	0.50	Correspond with Kroll team re service of sale notice (.1); review, analyze issues re same (.4).
04/21/25	Sloane Bessey	2.40	Review, analyze precedent re sale order comments (2.0); correspond with R. Golden, K&E team re same (.4).
04/21/25	Aislinn Comiskey	0.20	Correspond with S. Bessey re sale order (.1); review and analyze precedent re sale order (.1).
04/21/25	Keli Huang	1.50	Telephone conference with PH team, Ducera team, Alix team re sale status (.5); correspond with Ducera team re antitrust filings (.5); review, analyze same (.5).
04/21/25	Joe Krisko	2.00	Coordinate Hart Scott Rodino antitrust filing (1.7); correspond with M. Thorpe re same (.3).
04/21/25	Annika Morin	0.30	Review, analyze employee benefits matters re sale documents.
04/21/25	Maureen D. O'Brien	1.00	Correspond with A. Morin re employee issues re sale (.2); review, analyze same (.8).
04/21/25	Shawn OHargan, P.C.	2.10	Correspond with MWE team re closing items (.8); review, analyze closing deliverables (.8); telephone conference with M. Levine, K&E team re sale, lease rejection (.5).
04/21/25	Michael D. Thorpe	2.30	Correspond with J. Krisko, K&E team re antitrust filings (.5); review, revise same (1.8).
04/21/25	Leslie Tuffy	3.70	Coordinate Hart-Scott-Rodino filing (3.5); correspond with M. Thorpe re same (.2).
04/21/25	Linda Yang	3.40	Review and revise emergence checklist (2.9); correspond with J. Mark, K&E team re closing workstreams (.5).
04/22/25	Sloane Bessey	0.10	Correspond with M. Young, K&E team re sale issues.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

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04/22/25	Keli Huang	4.30	Telephone conference with Company, Alix team, Ducera team re sale (1.0); coordinate antitrust filings (1.5); review and revise closing checklist (1.0); review and revise sale order (.8).
04/22/25	Joe Krisko	3.00	Coordinate Hart Scott Rodino antitrust filing (2.9); correspond with K. Laugel re same (.1).
04/22/25	Kelsey Marie Laugel	0.50	Review, analyze, review antitrust filings (.4); correspond with J. Krisko re same (.1).
04/22/25	Shawn OHargan, P.C.	1.70	Review, analyze antitrust filing (.5); review, revise governance term sheet (.2); telephone conference with Company, K. Huang re integration and merchant services (.8); correspond with Company re same (.2).
04/22/25	Michael D. Thorpe	2.00	Correspond with L. Tuffy, K&E team re antitrust filings (.3); review, revise same (1.7).
04/22/25	Leslie Tuffy	5.90	Coordinate Hart-Scott-Rodino filing (3.5); correspond with M. Thorpe re same (.4); further revise Hart-Scott-Rodino filing (2.0).
04/22/25	Linda Yang	3.50	Review and revise emergence checklist (2.1); correspond with K. Huang, K&E team re closing (.8); review and revise sale documents, plan (.6).
04/23/25	Ziv Ben-Shahar	1.20	Correspond with K. Huang, K&E team re sale order (.5); review, analyze issues re same (.7).
04/23/25	Sloane Bessey	1.10	Review, revise sale order (.6); correspond with B. Nakhaimousa, K&E team re sale declarations, sale order (.5).
04/23/25	Aislinn Comiskey	5.00	Correspond with B. Nakhaimousa, S. Bessey, K&E team, YCST team re sale (.5); research local rules re sale order, reply (.6); research precedent re sale hearing, transcripts (.3); correspond with B. Nakhaimousa, K&E team re same (.2); correspond with M. Levine, Z. Ben-Shahar, S. Bessey re sale declaration (.2); draft same (3.2).
04/23/25	Aislinn Comiskey	0.10	Correspond with Q. Wetzel, K&E team re modified cure objection summary.
04/23/25	Keli Huang	2.40	Coordinate, analyze antitrust filings (1.0); review and revise ancillary documents for closing (1.4).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/23/25	Joe Krisko	1.80	Review, revise Hart Scott Rodino antitrust filing.
04/23/25	Maddison Levine	1.00	Correspond with B. Arnault, K&E team re declaration ISO sale (.3); review, analyze precedent same (.7).
04/23/25	Julia Mark	1.00	Compile and revise signing set.
04/23/25	Brian Nakhaimousa	1.30	Correspond with M. Levine, K&E team re sale matters.
04/23/25	Shawn OHargan, P.C.	1.00	Review, analyze closing timeline (.6); correspond with M. Thorpe re antitrust filings (.4).
04/23/25	Michael D. Thorpe	0.40	Correspond re Hart Scott Rodino antitrust filing with S. OHargan (.2); review, revise same (.2).
04/23/25	Leslie Tuffy	1.00	Review, revise Hart-Scott-Rodino filing (.9); correspond with M. Thorpe re same (.1).
04/23/25	Mary Catherine Young	0.30	Review correspondence from landlords re sale order, adequate assurance.
04/24/25	Matt Advani	0.20	Review, revise closing checklist.
04/24/25	Ziv Ben-Shahar	2.40	Review, revise sale order.
04/24/25	Sloane Bessey	2.20	Review, revise sale order (.7); correspond with B. Nakhaimousa, K&E team re same (.6); review, analyze precedent re same (.5); review, revise sale declarations (.4).
04/24/25	Aislinn Comiskey	6.60	Correspond with Z. Ben-Shahar, S. Bessey re sale declaration (.3); review, revise same (.6); research precedent re sale order (2.1); review, revise same (3.1); correspond with B. Nakhaimousa, S. Bessey re same (.5).
04/24/25	Aislinn Comiskey	0.10	Review, revise modified cure objection summary.
04/24/25	Jeffrey Ross Goldfine	0.30	Telephone conference with B. Nakhaimousa, M. Levine, K&E team re BMH.
04/24/25	Keli Huang	5.50	Review and revise ancillary documents for closing (2.2); review and revise closing checklist (1.5); correspond with B. Nakhaimousa re cure cost objections (1.1); correspond with S. OHargan re cure cost objections (.7).
04/24/25	Joe Krisko	0.30	Coordinate Hart Scott Rodino antitrust filing.
04/24/25	Julia Mark	4.20	Review, revise closing checklist (2.3); review, revise ancillary documents for closing (1.9).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/24/25	Brian Nakhaimousa	0.20	Conference with counsel to various landlords re sale.
04/24/25	Shawn OHargan, P.C.	2.50	Analyze issues re interim operating covenants (.5); correspond with K. Huang re cure cost objections (.5); revise closing checklist (.8); review, revise sale order (.7).
04/24/25	Linda Yang	3.00	Review and revise closing checklist (1.2); review and revise closing documents (1.8).
04/25/25	Ziv Ben-Shahar	5.20	Review, analyze issues re sale order language (1.9); research precedent re same (.4); correspond with B. Nakhaimousa, S. Bessey re same (.9); conference with S. OHargan re sale order issues (.7); review, revise declarations in support of sale (1.3).
04/25/25	Sloane Bessey	3.50	Review, revise sale order (1.3); correspond with B. Nakhaimousa, K&E team re same (.8); correspond with M. Levine, K&E team, PH team, MWE team re same (.7); review, revise sale declarations (.7).
04/25/25	Aislinn Comiskey	0.80	Correspond with B. Nakhaimousa, S. Bessey, K&E team re sale, sale order (.2); correspond with M. Levine, Z. Ben-Shahar re sale declarations (.2); review, revise same (.4).
04/25/25	Keli Huang	2.20	Review and revise ancillary documents for closing (1.1); review and revise closing checklist (.5); telephone conference with S. Bessey, K&E team re cure cost objections (.5); correspond with L. Yang and J. Mark re closing checklist (.1).
04/25/25	Derek I. Hunter	1.70	Review, analyze U.S. Trustee letter re sale (.6); conference with U.S. Trustee, M. Levine, K&E team re same (.5); review, analyze issues re same, next steps (.6).
04/25/25	Joe Krisko	1.30	Review, revise Hart Scott Rodino antitrust filing (1.1); correspond with M. Thorpe re same (.2).
04/25/25	Maddison Levine	1.10	Review, revise declaration ISO sale (.5); correspond with A. Comiskey, K&E team re same (.2); correspond with M. Sloman, K&E team re sale counterparties (.4).
04/25/25	Julia Mark	1.00	Review, revise closing checklist (.8); correspond with K. Huang re same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/25/25	Brian Nakhaimousa	4.20	Conference with D. Hunter, M. Levine, U.S. Trustee re sale motion (.5); conferences with D. Hunter, M. Levine, K&E team re same (1.1); correspond with K. Huang, K&E team re same (.3); conference with counsel to claimant re sale objection (.5); correspond with Company, K. Huang, K&E team re various cure, lease matters re sale (.4); correspond with Z. Ben-Shahar, K&E team re adequate assurance, cure matters re sale (.6); review, revise sale order (.4); correspond with Z Ben-Shahar, K&E team re same (.4).
04/25/25	Shawn OHargan, P.C.	2.50	Review, revise closing checklist (.7); review, analyze issues re management indemnity (1.1); telephone conference with K. Huang, K&E team re closing items (.7).
04/25/25	Michael D. Thorpe	0.50	Review, revise Hart Scott Rodino filing.
04/25/25	Linda Yang	3.00	Review and revise closing documents (2.4); correspond with J. Mark, K&E team re same (.6).
04/26/25	Ziv Ben-Shahar	2.10	Conference with lease counterparty re sale order language (.5); correspond with lease counterparty re same (.6); review, analyze issues re sale order (1.0).
04/26/25	Derek I. Hunter	1.00	Telephone conference with M. Levine, K&E team re sale issues (.5); prepare for same (.5).
04/26/25	Brian Nakhaimousa	0.50	Correspond with various landlords' counsel, D. Hunter re sale order, cure matters re objections and informal comments (.4); correspond with J. Mark re asset purchase agreement (.1).
04/26/25	Michael D. Thorpe	0.30	Correspond with M. Levine, K&E team re antitrust filings.
04/27/25	Ziv Ben-Shahar	4.20	Correspond with B. Nakhaimousa, lease counterparties re sale order issues (1.8); review, analyze issues re same (2.4).
04/27/25	Sloane Bessey	3.00	Review, revise sale declarations (1.3); correspond with B. Nakhaimousa, K&E team re same (.4); review, revise sale order (.7); correspond with B. Nakhaimousa, K&E team re sale order (.6).
04/27/25	Aislinn Comiskey	3.60	Correspond with B. Nakhaimousa, S. Bessey, re sale order, declarations (.3); revise sale declarations (3.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/27/25	Derek I. Hunter	2.80	Correspond with B. Nakhaimousa, K&E team re closing issues (.6); review, revise sale motion and order (2.2).
04/27/25	Julia Mark	2.00	Review, revise closing checklist (1.6); review, revise ancillary documents (.4).
04/27/25	Brian Nakhaimousa	3.20	Correspond with Z. Ben-Shahar, K&E team re sale order, related matters (.4); conference with MWE re sale order (.3); review, revise same (.4); review, revise declarations in support of sale (1.4); correspond with S. Bessey, K&E team re same (.3); review, analyze open issues, next steps re same (.4).
04/27/25	Shawn OHargan, P.C.	0.30	Review, analyze landlord edits to sale order.
04/27/25	Mary Catherine Young	0.30	Review, analyze landlord's counsel correspondence re sale order, cure cost objections.
04/28/25	Matt Advani	0.40	Review and revise closing checklist.
04/28/25	Ziv Ben-Shahar	12.70	Correspond with M. Levine, B. Nakhaimousa re sale order, sale reply (.9); correspond with S. Bessey re same (.5); review, analyze precedent re sale objections, sale reply (.8); correspond with various counterparties re formal and informal sale objections, sale order language (3.7); telephone conferences with various counterparties re same (1.5); review, analyze issues re sale-related cures, assumption and assignment provisions (2.6); correspond with B. Nakhaimousa re sale issues, strategy (1.3); review, revise form of sale order (1.4).
04/28/25	Sloane Bessey	2.10	Review, revise sale order (1.1); review, revise sale declaration (.8); correspond with B. Nakhaimousa, K&E team re sale order (.2).
04/28/25	Julia F. Burnson	0.80	Research precedent re sale replies (.4); draft same (.4).
04/28/25	Aislinn Comiskey	5.60	Correspond with B. Nakhaimousa, Z. Ben-Shahar, S. Bessey, K&E team re sale declarations (.3); draft sale reply (3.2); correspond with Z. Ben-Shahar, S. Bessey re sale lease review (.2); review, analyze leases re sale order comments (1.4); draft summary re same (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/28/25	Keli Huang	5.70	Telephone conference with PH team, Ducera team, Alix team, S. OHargan, K&E team re sale status (.5); telephone conference with Company, M. Thorpe re antitrust filings (.5); telephone conference with S. OHargan re sale order (.5); correspond with S. OHargan and B. Nakhaimousa re same (1.0); review and revise closing checklist (1.2); review and revise restructuring tax memorandum re sale matters (.7); correspond with M. Advani re same (.3); telephone conference with Ducera team re closing items (.5); telephone conference with C. Li and J. Mark re closing checklist (.5).
04/28/25	Derek I. Hunter	2.10	Review, analyze issues re landlord sale objections (1.6); review, analyze correspondence re same (.5).
04/28/25	Joe Krisko	1.30	Review, revise Hart Scott Rodino antitrust filing.
04/28/25	Maddison Levine	4.70	Telephone conference with S. OHargan, K&E team re sale order open items (.5); telephone conference with K. Huang, K&E team, PH, Company advisors re same (.5); telephone conference with Ducera, K. Huang, K&E team re closing (.3); review, revise sale order, related declarations (1.9); telephone conference with LW re sale, issues re same (.3); review, analyze cure issues, next steps (1.2).
04/28/25	Cara Li	9.90	Review, revise emergence checklist (4.5); telephone conference with K. Huang re same (.5); review, revise closing checklist (3.5); telephone conference with K. Huang re same (.5); review, analyze issues re changing entity names (.9).
04/28/25	Julia Mark	2.30	Review, revise closing checklist (1.8); telephone conference with K. Huang, K&E team re same (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/28/25	Brian Nakhaimousa	8.50	Correspond with D. Hunter, K&E team re various sale matters (.8); review, revise declarations in support of sale (1.8); correspond with S. Bessey, K&E team re same (.3); correspond with PH re sale matters, open issues (.3); conference with counsel to various landlords, PH, MWE, M. Levine, K&E team re sale order (.5); correspond with M. Beauchamp, K&E team re cure matters re sale (.4); review, revise sale order (2.7); review comments to same (1.4); correspond with D. Hunter, K&E team re Granite admin claim motion (.3).
04/28/25	Shawn OHargan, P.C.	4.80	Review, analyze restructuring transaction memorandum re sale matters (2.8); review, revise sale order (1.3); telephone conference with K. Huang re sale status, emergence (.5); correspond with M. Thorpe re antitrust filings (.2).
04/28/25	Michael D. Thorpe	1.00	Correspond with L. Tuffy re antitrust filings (.2); review, revise same (.8).
04/28/25	Leslie Tuffy	2.80	Review, revise Hart-Scott-Rodino filing (2.6); correspond with M. Thorpe re same (.2).
04/28/25	Linda Yang	1.30	Review and revise closing checklist (1.0); correspond with C. Li re same (.3).
04/28/25	Mary Catherine Young	0.40	Review, analyze correspondence re landlord sale objections (.2); review, analyze issues re same (.2).
04/29/25	Bill Arnault, P.C.	0.60	Review, analyze sale declaration, related issues.
04/29/25	Ziv Ben-Shahar	13.20	Review, analyze issues re sale objections (5.2); review, analyze issues re sale strategy (2.8); correspond with B. Nakhaimousa, K&E team re sale strategy, objection resolution (1.7); correspond with sale objection counterparties re resolutions (1.8); telephone conferences with multiple lease counterparties re informal objections (.4); conference with B. Nakhaimousa, K&E team re sale issues (.8); conference with W. Arnault, K&E team re same (.5).

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/29/25	Sloane Bessey	3.60	Review, revise sale declaration (1.2); review, revise sale order (.9) conference with B. Nakhaimousa, K&E team re sale objections (.7); correspond with B. Nakhaimousa, K&E team re same (.8).
04/29/25	Aislinn Comiskey	8.90	Review, revise sale declarations (2.7); correspond with B. Nakhaimousa, S. Bessey, K&E team, YCST team, Alix team, Ducera team re same (.6); research re sale order re tax language (2.4); correspond with B. Nakhaimousa, Z. Ben-Shahar re same (.2); conference with M. Levine, K&E team re sale hearing (.7); draft sale objection summaries (2.3).
04/29/25	James B. Dickson	1.00	Review, revise asset purchase agreement.
04/29/25	Nicole L. Greenblatt, P.C.	0.70	Correspond with B. Nakhaimousa, K&E team re sale objection matters.
04/29/25	Keli Huang	4.30	Correspond with M. Thorpe and Company re antitrust filings (1.3); correspond with B. Nakhaimousa and Z. Ben-Shahar re sale process, contract assumption (1.5); review and revise sale motion (.9); review and revise sale declaration (.6).
04/29/25	Maddison Levine	2.50	Telephone conference with B. Nakhaimousa, K&E team re sale, open items (.7); review, revise sale order, declarations re same (.9); correspond with A. Comiskey, K&E team re same (.2); review, analyze cure dispute summary (.5); correspond with Z. Shahar re same (.2).
04/29/25	Cara Li	4.30	Telephone conference with K. Huang, K&E team re antitrust filings (.5); correspond with M. Thorpe re same (.1); review, analyze issues re sale objections (3.5); correspond with B. Nakhaimousa, K&E team re same (.2).
04/29/25	Dominick Vito Manetta	0.70	Telephone conference with M. Levine, K&E team re sale order objections.
04/29/25	Julia Mark	2.40	Review, revise sale ancillary documents (1.5); review, revise closing checklist (.9).
04/29/25	Mark McKane, P.C.	0.40	Review, analyze pending sale objections.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/29/25	Brian Nakhaimousa	7.50	Review, revise Grubb declaration in support of sale (.9); correspond with S. Bessey, K&E team re same (.1); correspond with D. Hunter re sale order (.1); conference with D. Hunter re same (.8); telephone conference with B. Arnault, K&E team re U.S. Trustee issues re sale (.5); conferences with M. Levine, K&E team re sale matters, related deliverables (1.2); conference with M. Young, K&E team work in process, next steps, open issues re sale (.6); review, analyze materials in preparation for same (1.0); analyze open issues re sale matters (2.3).
04/29/25	Srinithi Narayanan	1.40	Review, analyze IP agreements re consent provisions (1.0); draft summary re same (.4).
04/29/25	Maureen D. O'Brien	0.50	Review and revise sale closing plan.
04/29/25	Shawn OHargan, P.C.	5.00	Telephone conferences with K. Huang re sale (1.5); review, analyze to landlord objections (1.5); review, revise sale declaration (1.2); review, analyze Prop 65 settlement issues (.8).
04/29/25	Joanna Schlingbaum	0.50	Review, analyze issues re licenses re sale.
04/29/25	Eric J. Tarosky	2.40	Correspond with J. Goldfine re sale hearing preparations (.4); review, analyze declaration, documents re same (2.0).
04/29/25	Michael D. Thorpe	2.80	Telephone conference with K. Huang re sale antitrust filings (.5); review, revise same (2.3).
04/29/25	Leslie Tuffy	4.60	Review, revise Hart-Scott-Rodino filings (3.7); review, analyze issues re same (.7); correspond with M. Thorpe re same (.2).
04/29/25	Quin Wetzel	0.60	Telephone conference with B. Nakhaimousa re sale work in process.
04/29/25	Mary Catherine Young	3.70	Review, analyze cure, sale objections (.6); correspond with Z. Ben-Shahar, K&E team re same (.8); correspond with Alix team re same (.5); correspond with landlords' counsel re same (.5); review, analyze correspondence re same (.5); conference with B. Nakhaimousa, K&E team re same (.8).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/30/25	Ziv Ben-Shahar	14.60	Correspond with S. Bessey, B. Nakhaimousa re sale order, open items (1.9); correspond with various counterparties re formal and informal sale objections, sale order language (3.9); conferences with various counterparties re same (2.5); review, analyze issues re sale-related cures, assumption and assignment provisions (3.6); correspond with B. Nakhaimousa re sale issues, strategy (1.3); review, revise form of sale order (1.4).
04/30/25	Sloane Bessey	5.30	Review, revise sale declarations (1.3); correspond with B. Nakhaimousa, K&E team, YCST team, Ducera team re same (1.5); revise sale order (1.3); correspond with B. Nakhaimousa, K&E team re sale order (1.2).
04/30/25	John G. Caruso	0.50	Review, analyze sale order (.4); correspond with B. Nakhaimousa re same (.1).
04/30/25	Aislinn Comiskey	6.30	Correspond with D. Hunter, M. Levine, S. Bessey, K&E team, YCST team re sale declarations, reply (.9); review, revise sale declarations (1.9); review, revise sale order (.1); correspond with B. Nakhaimousa re sale research (.1); research re third party consent (1.6); correspond with counterparty re objections to sale (.5); review, revise sale objection summaries (.6); correspond with D. Manetta re same (.2); conference with M. Levine, K&E team, Alix team re sale cures/objections (.4).
04/30/25	Jeffrey Ross Goldfine	0.90	Telephone conference with E. Tarosky, K&E team re sale hearing (.1); review, revise sale hearing affidavits (.8).
04/30/25	Nicole L. Greenblatt, P.C.	0.80	Conference and correspond with B. Nakhaimousa, K&E team re VSI sale objection matters.
04/30/25	Keli Huang	1.90	Review and revise sale motion (1.3); review and revise sale declaration (.2); correspond with Company re litigation matters re sale (.4).
04/30/25	Derek I. Hunter	3.80	Correspond with B. Nakhaimousa, K&E team re sale objections (.7); review, analyze issues re same (1.8); review, revise sale motion and order (1.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/30/25	Maddison Levine	4.20	Telephone conference with B. Nakhaimousa, K&E team, Alix re cure status, sale objections (.3); review, analyze cure summary re same (.2); review, revise sale order, related declarations (1.8); review, analyze issues re same (.5); correspond and conferences with B. Nakhaimousa, K&E team re same, open items, filing (1.4).
04/30/25	Cara Li	3.60	Review, revise closing checklist (3.2); correspond with J. Mark re same (.4).
04/30/25	Julia Mark	1.00	Review, revise closing checklist (.6); correspond with C. Li re same (.4).
04/30/25	Brian Nakhaimousa	11.60	Review, analyze revised sale order (.7); correspond with Z. Ben-Shahar, K&E team re same (.2); further review, revise same (1.4); telephone conference with M. Young, K&E team, Alix team re cure objections re sale (.3); prepare for same (.3); review, revise declarations (1.1); correspond with M. Levine, K&E team re same (.3); correspond with D. Hunter, K&E team re sale objections (.7); review, analyze same (1.2); review, revise sale motion (.4); correspond with Z. Ben-Shahar, K&E team re same (.2); correspond with J. Caruso re sale order (.3); review, analyze research re sale issues (2.1); correspond with A. Comiskey re same (.2); review, analyze open issues re sale matters (1.2); correspond with Z. Ben-Shahar, K&E team re same (1.0).
04/30/25	Srinithi Narayanan	1.50	Review, analyze IP contracts re sale consent provisions (1.4); correspond with J. Schlingbaum re same (.1).
04/30/25	Shawn OHargan, P.C.	2.30	Review, analyze landlord, MWE comments re sale order (1.1); telephone conference with D. Maliniak re partnership agreement re sale (.5); review, analyze issues re same (.7).
04/30/25	Joanna Schlingbaum	0.50	Review, revise list sale consents summary (.4); correspond with S. Narayanan re same (.1).

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050121457
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/30/25	Eric J. Tarosky	3.90	Conference with J. Goldfine re sale hearing (.1); review and analyze affidavits in support of sale (1.0); draft direct examination and cross examination outlines re sale hearing (1.4); research re same, legal standard (.5); review, analyze objections to sale (.9).
04/30/25	Mary Catherine Young	0.30	Telephone conference with B. Nakhaimousa, K&E team, Alix team re cure objections.
Total		1,260.20	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050121456
Client Matter: 58395-9

In the Matter of Executory Contracts and Unexpired Leases

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 394,935.50</u>
Total legal services rendered	\$ 394,935.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	17.90	1,065.00	19,063.50
Ziv Ben-Shahar	126.90	1,195.00	151,645.50
Sloane Bessey	15.70	1,065.00	16,720.50
Caroline Buthe	10.30	880.00	9,064.00
Aislinn Comiskey	37.60	880.00	33,088.00
Julia Fletcher	8.00	880.00	7,040.00
Jeffrey Ross Goldfine	2.90	1,745.00	5,060.50
Derek I. Hunter	0.50	1,735.00	867.50
Maddison Levine	5.90	1,465.00	8,643.50
Dominick Vito Manetta	28.40	880.00	24,992.00
Brian Messing	0.30	1,065.00	319.50
Brian Nakhaimousa	13.30	1,465.00	19,484.50
Sarah Osborne	0.90	1,065.00	958.50
Michael A. Sloman	0.80	1,375.00	1,100.00
Quin Wetzel	4.80	1,065.00	5,112.00
Mary Catherine Young	76.80	1,195.00	91,776.00
TOTALS	351.00		\$ 394,935.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Ziv Ben-Shahar	6.70	Review, analyze Granite administrative claim (1.8); research, draft objection re same (2.5); correspond with B. Nakhaimousa re same (.3); correspond with D. Manetta, K&E team, cure counterparties re reconciliations (2.1).
04/01/25	Caroline Buthe	0.30	Correspond with M. Young re lease issues (.1); correspond with Alix team re same (.1); correspond with landlord re same (.1).
04/01/25	Quin Wetzel	0.60	Correspond with cures counterparties re reconciliations.
04/01/25	Mary Catherine Young	3.00	Correspond with C. Buthe re City of Rochester noticing issue (.3); conference with Company re PSP contract, lease issues (.5); correspond with contract, lease counterparties re assumption, rejection issues re same (.8); correspond with M. Levine, K&E team re same (.4); correspond with D. Hunter re Slim & Goldie franchisee contract issue (.4); review, analyze issues re same (.6).
04/02/25	Michael Beauchamp	0.90	Correspond with contract counterparties, Alix team, Z. Ben-Shahar, K&E team re outstanding cure reconciliations (.6); review, analyze issues re same (.3).
04/02/25	Ziv Ben-Shahar	8.30	Correspond with Alix team re administrative claims (.5); research re same (1.3); correspond with Q. Wetzel, M. Beauchamp re Granite administrative claim objection (1.2); draft, revise objection (3.9); further revise objection re same (.8); review, analyze issues re adequate assurance (.6).
04/02/25	Dominick Vito Manetta	0.10	Review, analyze executory contracts issues.
04/02/25	Brian Nakhaimousa	0.50	Correspond with M. Beauchamp re assumption of executory contracts.
04/02/25	Mary Catherine Young	3.30	Correspond with Company, B. Nakhaimousa, K&E team re lease assumption, rejection issues (1.0); review, revise lease amendments (.5); review, analyze issues re lease, contract assumption, rejection, Fifth & Alton motion (1.5); correspond with B. Nakhaimousa, K&E team re same (.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/03/25	Ziv Ben-Shahar	5.90	Correspond with B. Nakhaimousa, S. Bessey re cure reconciliations (.8); review, analyze issues re cure reconciliation status (.9); draft, revise cure objection (3.9); review, analyze issues re same (.3).
04/03/25	Sloane Bessey	0.60	Correspond with Alix team, Z. Ben-Shahar re cure objection.
04/03/25	Caroline Buthe	0.30	Prepare for telephone conference re lease issues (.1); telephone conference with B. Nakhaimousa, M. Young, K&E team re lease issues (.2).
04/03/25	Julia Fletcher	0.20	Conference with M. Young, K&E team re outstanding lease issues.
04/03/25	Maddison Levine	0.70	Conference with B. Nakhaimousa, M. Young, Ballard Spahr re lease amendment (.2); review, analyze issues re same (.5).
04/03/25	Brian Nakhaimousa	0.90	Conference with M. Young, counsel to landlord re lease amendment (.6); correspond with M. Young re same (.3).
04/03/25	Michael A. Sloman	0.80	Review, analyze lease amendments (.4); conference with M. Young re same (.4).
04/03/25	Mary Catherine Young	5.70	Review, analyze lease amendment (.8); correspond with Company re same (.2); review, analyze Ballard Spahr lease amendment (.7); correspond with M. Sloman re same (.4); conference with M. Sloman, K&E team re same (.5); conference with Company re PSP contract, lease issues (.3); correspond with C. Buthe, K&E team re contract, lease work in process (.3); review, analyze lease assumption, assignment issues (.5); correspond with B. Nakhaimousa re 365(d)(4) deadline (.3); conference with Edens counsel re Fifth & Alton (.5); conference with Cole Schotz team re same (.3); correspond with landlords' counsel re setoff issues (.4); conference with Ballard Spahr re lease amendments (.5).
04/04/25	Michael Beauchamp	0.80	Correspond with Z. Ben-Shahar, PH re adequate assurance request (.3); review, analyze issues re same (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Ziv Ben-Shahar	3.00	Review, analyze issues re adequate assurance (.4); correspond with M. Beauchamp re same (.3); research re same (.3); correspond with Q. Wetzel re Granite objection (.9); review, revise objection (1.1).
04/04/25	Sloane Bessey	0.20	Correspond with contract counterparty counsel, Alix team re cure amount.
04/04/25	Julia Fletcher	0.40	Correspond with Kroll team, Alix team re contract notice (.1); draft correspondence to counterparty counsel re same (.3).
04/04/25	Dominick Vito Manetta	0.50	Correspond with cure dispute counter parties re contract assumption issues.
04/04/25	Quin Wetzel	0.40	Correspond with cure counterparty, Z. Ben-Shahar, Alix team re cures issues.
04/04/25	Mary Catherine Young	2.00	Correspond with B. Nakhaimousa, K&E team re Slim & Goldie franchisee contract issue (.5); review, analyze issues re same (.4); conference with J. Fletcher re UWL inventory issue (.3); review, analyze issues re same (.2); review, revise lease amendment (.3); correspond with landlords re same (.3).
04/05/25	Mary Catherine Young	0.30	Correspond with D. Hunter re franchisee agreement rejection issue.
04/07/25	Michael Beauchamp	1.60	Research case law re attorney's fees and assumption of unexpired leases and executory contracts (.4); correspond with counterparties re same (.5); review, analyze related materials (.7).
04/07/25	Ziv Ben-Shahar	7.50	Correspond with B. Nakhaimousa, Q. Wetzel re administrative claim objection (.6); correspond with cure counterparty re same (.4); conference with M. Levine, K&E team re administrative claim objection (.5); correspond with Alix team re administrative claim objection, cure amounts (.9); review analyze issues re same (1.9); correspond with M. Beauchamp re cure reconciliation (.6); further correspond with cure counterparty re administrative claim objection (.8); review, analyze strategy and issues re same (1.8).
04/07/25	Caroline Buthe	0.30	Correspond with Hilco team re lease inquiry (.1); correspond with M. Young re same (.1); correspond with landlord's counsel re same (.1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Julia Fletcher	0.90	Conference with M. Young, K&E team, counterparty counsel re franchise contract agreement (.3); research re filing proof of claim re same (.6).
04/07/25	Julia Fletcher	0.30	Correspond with M. Levine, K&E team re notice of abandonment.
04/07/25	Dominick Vito Manetta	0.80	Review, revise cure dispute summary (.6); telephone conference with cure dispute counterparties (.2).
04/07/25	Mary Catherine Young	4.00	Conference with Company re American Freight contract, lease issues (.5); correspond with B. Nakhaimousa, K&E team re lease rejection, assumption workstream (.5); review, analyze lease amendments (.6); review, analyze considerations re franchisee contract termination (.4); prepare for conference with opposing counsel re franchisee contract termination (.2); conference with opposing counsel re same (.5); conference with Company re same (.3); conference with R. Golden re same (.2); correspond with B. Nakhaimousa, Company re same (.3); correspond with landlord's counsel re lease amendment issues (.5).
04/08/25	Michael Beauchamp	1.30	Correspond with counsel to contract counterparties re claim reconciliation (.4); review, analyze related materials (.9).
04/08/25	Ziv Ben-Shahar	9.30	Correspond with A. Comiskey, D. Manetta re administrative claim research (.8); research, revise memorandum re same (1.1); review analyze issues re cure objections, reconciliations (2.6); conference with counterparty, B. Nakhaimousa, K&E team re asserted administrative claim (.7); prepare for telephone conference re same (1.4); telephone conference with contract claim counterparty, M. Levine, K&E team re claim reconciliation (.4); prepare for telephone conference re same (.5); review, analyze issues re administrative claims motion, strategy (1.8).
04/08/25	Sloane Bessey	0.40	Correspond with Q. Wetzel, K&E team, Alix team re cure objections.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/08/25	Aislinn Comiskey	6.00	Correspond with Z. Ben-Shahar, D. Manetta re contract termination fee research (.4); conferences with D. Manetta re same (.5); research re same (3.9); draft summary re same (1.2).
04/08/25	Dominick Vito Manetta	3.50	Review, revise cure dispute summary (.8); correspond with Z. Ben-Shahar, K&E team, Alix team re same (1.4); telephone conference with counterparties re same (.2); research re termination fees (.8); telephone conference with A. Comiskey re same (.3).
04/08/25	Brian Nakhaimousa	0.80	Conference with M. Young, Company, Company counsel re lease matter (.5); follow up conference with M. Young re same (.3).
04/08/25	Quin Wetzel	0.90	Telephone conference with cure counterparty re cure issues (.2); correspond with various cure counterparties, Alix team re same (.4); review, analyze issues re same (.3).
04/08/25	Mary Catherine Young	3.50	Correspond with contract, lease counterparties re assumption and rejection issues (.3); correspond with Cole Schotz team re Fifth & Alton claim issue (.2); correspond with YCST team re lease issue (.2); prepare for conference with Company re PSP contract rejection issues (.2); conference with Company, R. Golden, K&E team re same (.5); correspond with J. Fletcher re UWL inventory issue (.2); review, revise lease amendment (.5); conference with Cole Schotz team, Edens counsel re Fifth & Alton (.4); correspond with B. Nakhaimousa re lease, contract assumption, rejection issues, lease amendments (1.0).
04/09/25	Ziv Ben-Shahar	1.50	Review, analyze issues re cure objections, reconciliations re same.
04/09/25	Sloane Bessey	0.10	Correspond with D. Manetta, K&E team re cure costs.
04/09/25	Aislinn Comiskey	5.30	Research re termination fees (3.8); draft summary re same (.5); correspond with B. Nakhaimousa, D. Manetta re same (.7); conference with D. Manetta re same (.3).
04/09/25	Julia Fletcher	0.20	Correspond with Alix team, Kroll team re contract rejection, service.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/09/25	Maddison Levine	0.80	Telephone conference with B. Nakhaimousa, M. Young, landlord re lease issue (.5); review, analyze same (.3).
04/09/25	Dominick Vito Manetta	3.20	Research re termination fees, administrative expense claims (2.5); correspond with A. Comiskey re same (.4); review, revise cure dispute summaries (.3).
04/09/25	Brian Nakhaimousa	0.90	Telephone conference M. Young, counsel to various landlords re lease matter (.5); correspond with landlords re same (.4).
04/09/25	Mary Catherine Young	4.20	Review, analyze lease amendment, assumption, rejection issues (1.0); conference with opposing counsel re franchisee agreement termination issues (.2); review, revise lease amendments (1.3); conference with Kelley Drye team re lease amendment (.5); correspond with B. Nakhaimousa re same (.2); review, analyze considerations re franchise agreement rejection (1.0).
04/10/25	Ziv Ben-Shahar	1.50	Review, analyze issues re cure objections, reconciliations re same.
04/10/25	Sloane Bessey	0.30	Conference with M. Levine, K&E team, opposing counsel re cure objection.
04/10/25	Caroline Buthe	4.60	Research re lease rejection and noncompete clause (3.5); draft summary re same (1.0); correspond with M. Young re same (.1).
04/10/25	Aislinn Comiskey	0.90	Research re contract termination fees (.7); correspond with D. Manetta re same (.2).
04/10/25	Maddison Levine	1.00	Telephone conference with Company, B. Nakhaimousa, franchisee counsel re franchise rejection issues (.6); review, analyze issues re same (.4).
04/10/25	Mary Catherine Young	4.60	Review, revise lease amendments (2.8); correspond with B. Nakhaimousa, K&E team re franchise agreement rejection issues (.3); review, analyze research re same (.5); review, analyze strategy re same (.2); conference with Company re same (.5); correspond with B. Nakhaimousa, M. Levine re lease, contract work in process (.3).
04/11/25	Ziv Ben-Shahar	1.50	Review, analyze issues re cure objections, reconciliations re same (.9); draft summary re same (.6).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/11/25	Mary Catherine Young	3.00	Review, analyze lease amendments (.6); correspond with B. Nakhaimousa re same (.3); review, analyze franchise agreement rejection research (.4); correspond with B. Nakhaimousa, M. Levine re same (.7); correspond with Company re VSI lease assumption, rejection issues (.5); correspond with landlord's counsel re lease amendments (.5).
04/12/25	Aislinn Comiskey	0.70	Draft objection to Granite administrative expense motion.
04/13/25	Ziv Ben-Shahar	1.50	Review, revise outline re administrative expense motion objection (1.1); review, analyze issues re same (.4).
04/13/25	Aislinn Comiskey	1.60	Correspond with B. Nakhaimousa, D. Manetta re contract termination fees (.1); draft objection to administrative expense motion (1.5).
04/14/25	Ziv Ben-Shahar	7.70	Correspond with counterparty re administrative claim, reconciliations (.9); correspond with Alix team, Q. Wetzel, K&E team re same (1.3); conference with Alix team, Q. Wetzel, K&E team re administrative claim motion (.5); conference with B. Nakhaimousa, K&E team re objection to same (.5); review, analyze issues re cure reconciliations (2.8); research, analyze issues re claims objection (.9); correspond with Q. Wetzel re same (.8).
04/14/25	Sloane Bessey	0.60	Correspond with Alix team, M. Levine, K&E team, opposing counsel re cure objection.
04/14/25	Caroline Buthe	0.40	Telephone conference with B. Nakhaimousa, K&E team, franchisee's counsel re franchisee agreement (.2); draft, revise summary re same (.2).
04/14/25	Aislinn Comiskey	7.40	Correspond with Q. Wetzel, K&E team re Granite administrative claim objection (.2); draft same (3.3); correspond with M. Young re franchisee agreement termination research (.2); research re same (3.7).
04/14/25	Jeffrey Ross Goldfine	1.20	Telephone conference with Company, Ducera, B. Nakhaimousa, K&E team re franchisee contract issues, cure objections.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

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04/14/25	Maddison Levine	2.10	Review, analyze franchise agreement rejection research (.4); correspond with M. Young, K&E team re same, next steps (.3); review, analyze franchise agreement (.2); telephone conference with B. Nakhaimousa, K&E team, Company re franchise contract issues, open items (.5); review, analyze agreements re same (.2); telephone conference with B. Nakhaimousa, K&E team, counsel re cure issue (.3); correspond with Alix re same, cure open items (.2).
04/14/25	Brian Nakhaimousa	0.90	Conference with M. Young re lease matters (.3); correspond with M. Young re same (.2); review, analyze issues, lease amendments re same (.4).
04/14/25	Brian Nakhaimousa	0.40	Conference with M. Young, counsel to franchisee re franchise agreement, termination of same (.3); conference with M. Young re follow up to same, next steps (.1).
04/14/25	Brian Nakhaimousa	2.90	Review, analyze issues re franchisee (1.1); correspond with M. Young, K&E team re same (.4); conference with counsel to franchisee, M. Young re franchisee's bankruptcy (.5); follow up conference with M. Young re same (.5); correspond with same re same (.4).
04/14/25	Mary Catherine Young	6.00	Conference with Company re American Freight contract, lease issues (.4); conference with B. Nakhaimousa re lease assumption, rejection work in process (.2); conference with Slim & Goldie counsel re franchise agreement (.3); correspond with Company re same (.5); review, analyze research re same (.5); correspond with A. Comiskey re same (.3); review, analyze lease amendments (1.5); review, analyze franchise agreements re termination rights (.3); review, analyze AF Newco APA (.3); review, analyze considerations re franchise agreement rejection issues (.7); correspond with B. Nakhaimousa, K&E team re lease, contract work in process (.5); conference with Alix team, YCST, M. Levine, K&E team re work in process (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/15/25	Ziv Ben-Shahar	8.90	Correspond with Alix team, Q. Wetzel re American Freight contracts (.6); correspond with B. Nakhaimousa, K&E team re same (.8); review, analyze strategy re administrative claim objection (2.8); conference with counterparty, B. Nakhaimousa, K&E team re same (.6); draft, revise administrative claim objection (3.2); review, analyze issues re cure reconciliations (.9).
04/15/25	Sloane Bessey	0.50	Correspond with Alix team re cure objections.
04/15/25	Aislinn Comiskey	3.50	Correspond with Q. Wetzel re contract termination fees and leases (.3); research re same (1.3); draft objection to administrative claim motion (1.6); correspond with Z. Ben-Shahar, Q. Wetzel re same (.3).
04/15/25	Julia Fletcher	0.70	Conference with M. Young, K&E team, PSP team re outstanding lease issues.
04/15/25	Brian Messing	0.30	Review, analyze precedent re assumption schedules (.2); correspond with B. Nakhaimousa re same (.1).
04/15/25	Mary Catherine Young	3.70	Review, analyze summary re franchise agreement termination, rejection issues (.5); review, analyze issues re same (.3); prepare for conference with Company re PSP rejection issues (.3); conference with Company re same (.7); review, analyze APA lease exhibit (.7); correspond with B. Nakhaimousa, Alix team re same (.4); review, analyze correspondence with contract counterparty re lease, contract assumption, rejection issues (.3); review, revise lease amendments (.3); correspond with Slim & Goldie counsel re franchise agreement (.2).
04/16/25	Ziv Ben-Shahar	12.70	Correspond with Alix team, Q. Wetzel re administrative claim, cure reconciliation (.6); correspond with B. Nakhaimousa, K&E team re cure reconciliations (.7); conferences with cure counterparties re same (2.8); research, analyze issues re same (3.5); correspond with Alix team re cure reconciliations (.8); draft, revise administrative claim objection (3.9); review, analyze issues re same (.4).
04/16/25	Sloane Bessey	0.10	Correspond with Z. Ben-Shahar, K&E team re cure objections.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/16/25	Aislinn Comiskey	0.40	Correspond with Z. Ben-Shahar, D, Manetta, re Granite Objection (.2); review, revise same (.2).
04/16/25	Aislinn Comiskey	1.40	Correspond with M. Young, K&E team, YCST team re modified cure objection summary (.3); draft same (1.1).
04/16/25	Dominick Vito Manetta	0.40	Review, revise cure dispute summary.
04/16/25	Brian Nakhaimousa	0.10	Correspond with M. Young re lease amendment.
04/16/25	Brian Nakhaimousa	0.90	Conference with M. Young re franchisee issue re executory contract (.4); conference with counsel to same, M. Young re assumption of franchise agreement (.5).
04/16/25	Brian Nakhaimousa	1.00	Conference with M. Young re accounting , lease matters (.4); correspond with M. Young, K&E team re same (.1); review, analyze issues re same (.4); correspond with AlixPartners re same (.1).
04/16/25	Mary Catherine Young	3.80	Review, revise lease amendments (.7); correspond with Company re same (.3); review, analyze issues re same (.3); correspond with landlords' counsel re lease cures re sale (.4); conference with B. Nakhaimousa re Slim & Goldie (.4); conference with opposing counsel re same (.3); correspond with Company re same (.8); correspond with Kelley Drye team re lease amendments (.2); review, analyze franchise agreement re rejection issue (.4).
04/17/25	Michael Beauchamp	0.70	Review, analyze adequate assurance information, related landlord requests (.5); correspond with PH re same (.2).
04/17/25	Ziv Ben-Shahar	7.30	Correspond with B. Nakhaimousa re cure treatment, plan language re same (.3); review, analyze cure counterparty comments to plan (.8); correspond with Alix team re termination fees, disputed cure amounts (.7); conference with Q. Wetzel re same (.4); correspond with D. Manetta re cure reconciliations (.8); review, analyze issues re same (2.1); correspond with various cure counterparties re invoices, asserted cure amounts (1.8); correspond with Q. Wetzel, K&E team re cure reconciliations (.4).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/17/25	Sloane Bessey	0.40	Conference with Q. Wetzel, K&E team re cure objections.
04/17/25	Caroline Buthe	0.20	Research re landlord issue.
04/17/25	Aislinn Comiskey	6.90	Correspond with Q. Wetzel, D. Manetta re Granite objection (.5); draft response to Granite objection (3.9); review, revise same (2.5).
04/17/25	Julia Fletcher	0.80	Conference with M. Young, R. Golden, K&E team re outstanding franchisee contract issues (.5); review, analyze American Freight sale motion (.3).
04/17/25	Dominick Vito Manetta	2.40	Review, revise cure dispute summary, related agreements (1.6); correspond with Z. Ben-Shahar, K&E team, landlords' counsel re same (.6); telephone conference with Z. Ben-Shahar, K&E team re same (.2).
04/17/25	Brian Nakhaimousa	1.40	Conferences with M. Young re franchise issue re assumption of executory contract (.6); conference with M. Young, YC re franchise issues of same (.8).
04/17/25	Mary Catherine Young	3.70	Correspond with opposing counsel re setoff issue (.2); review, analyze lease amendments (.3); review, analyze franchise agreement re rejection list (.3); conference with Alix team re same (.3); conference with Company re same (.5); conference with landlord's counsel re lease assumption (.3); correspond with Hilco team re same (.1); correspond with landlord's counsel re same (.1); conference with B. Nakhaimousa re lease amendment (.3); conference with opposing counsel re Slim & Goldie assumption issue (.2); conference with B. Nakhaimousa re same (.3); analyze considerations re same (.3); conference with YCST team re same (.5).
04/18/25	Michael Beauchamp	0.90	Review, analyze correspondence with counterparties, related materials re assumption disputes.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/18/25	Ziv Ben-Shahar	8.20	Review, analyze issues re cure reconciliations (3.4); analyze, revise amended cure schedules (1.3); correspond with Alix team, B. Nakhaimousa re same (.7); correspond with cure counterparties re cure schedules (.9); review, revise administrative claim objection (1.2); review, analyze cure documentation re reconciliations (.3); correspond with Alix team re same (.4).
04/18/25	Sloane Bessey	0.30	Review, analyze correspondence with Z. Ben-Shahar, K&E team re cure objections.
04/18/25	Aislinn Comiskey	1.80	Correspond with Q. Wetzel, D. Manetta re Granite objection and declaration (.2); draft same (1.5) correspond with Z. Ben-Shahar, Q. Wetzel re same (.1).
04/18/25	Aislinn Comiskey	0.20	Review, revise modified cure objection summary (.1); correspond with Q. Wetzel, K&E team, YCST team re same (.1).
04/18/25	Mary Catherine Young	2.70	Review, analyze Slim & Goldie's motion to assume franchise agreement (.5); correspond with YCST re same (.5); review, analyze APA lease schedule (.8); correspond with Company re lease amendments (.3); correspond with Alix team re lease rejection list (.6).
04/19/25	Brian Nakhaimousa	0.20	Correspond with M. Young re lease matters.
04/19/25	Brian Nakhaimousa	0.30	Correspond with Alix team, Ducera re BMH cure objection (.1); review, analyze related objections (.2).
04/19/25	Mary Catherine Young	0.50	Review, analyze Alix correspondence re landlord cure objections, outstanding executory contract invoices (.3); correspond with B. Nakhaimousa, K&E team re same (.2).
04/20/25	Dominick Vito Manetta	0.50	Draft cure dispute, adequate protection package summary.
04/20/25	Brian Nakhaimousa	0.20	Correspond with Ducera, Alix team re BMH cure objection (.1); conference with Alix team re same (.1).
04/20/25	Mary Catherine Young	0.30	Review, analyze lease amendments, executory contract issues (.2); correspond with Company, counterparties re same (.1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/21/25	Ziv Ben-Shahar	7.30	Correspond with cure counterparties re reconciliations (.7); review, analyze issues re cures, next steps (2.3); correspond with Alix re same (.6); correspond with cure counterparties re adequate assurance (.5); review, analyze invoices re cures (1.4); correspond with cure counterparties re same (.5); correspond with Alix re administrative claim objection (.4); review revise administrative claims objection re same (.7); review, revise declaration in support of administrative claims objection (.2).
04/21/25	Sloane Bessey	0.80	Review, analyze franchise agreements re potential rejection (.4); correspond with B. Nakhaimousa, K&E team, Alix team re same (.4).
04/21/25	Caroline Buthe	0.20	Telephone conference with court re 341 meeting in landlord's chapter 11 case.
04/21/25	Aislinn Comiskey	0.40	Correspond with Z. Ben-Shahar, Q. Wetzel, K&E team re declaration in support of Granite objection (.1); review, revise same (.3).
04/21/25	Jeffrey Ross Goldfine	0.90	Telephone conference with Ducera team, B. Nakhaimousa, K&E team re BMH (.4); telephone conference with Ducera team, B. Nakhaimousa, K&E team, Company and Lazard team re same (.5).
04/21/25	Maddison Levine	0.80	Telephone conference with B. Nakhaimousa, K&E team, Alix, Ducera re franchise agreement matters (.5); prepare for same (.3).
04/21/25	Dominick Vito Manetta	1.00	Correspond with Z. Ben-Shahar, K&E team, Alix team re cure disputes (.3), draft summary re same (.7).
04/21/25	Brian Nakhaimousa	1.40	Conference with AlixPartners, Ducera, D. Hunter, K&E team re Buddy's cure matters (.9); prepare for same (.5).
04/21/25	Quin Wetzel	0.40	Correspond with cures counterparties re cure amount (.2); correspond with Alix team re same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/21/25	Mary Catherine Young	4.60	Correspond with landlords, Company re lease amendments, assumption issues (.5); conference with Company re American Freight issues (.5); correspond with YCST team re Slim & Goldie (.3); conference with Company, YCST re same (.5); draft summary re outstanding lease issues (1.0); review, revise lease amendment (.5); conference with M. Levine, K&E team, YCST, Alix team re work in process (.5); review, revise Fifth & Alton lease amendment (.3); review, analyze further lease amendments (.3); review, analyze executory contract research (.2).
04/22/25	Michael Beauchamp	0.50	Review, analyze cure issues, related materials.
04/22/25	Ziv Ben-Shahar	12.90	Correspond and conferences with counterparties re cures, invoices for reconciliations (3.3); review, analyze issues re same (2.8); correspond with Alix re same (.6); review, analyze issues re administrative claims objection (.9); review, analyze issues re assumption and assignment provisions (.7); correspond with S. OHargan, K&E team re same (.3); telephone conferences with landlord counterparties re cures, adequate assurance (.9); correspond with same re cure resolutions, contract assumptions (2.8); correspond with B. Nakhaimousa, M. Young re same (.4); conference with Company, Q. Wetzel, Alix team re administrative claim motion (.2).
04/22/25	Sloane Bessey	2.90	Review, analyze franchise agreements re related leases (1.7); correspond with B. Nakhaimousa, K&E team re franchise agreements (.8); correspond with B. Nakhaimousa, K&E team re cure dispute (.4).
04/22/25	Caroline Buthe	0.20	Correspond with counterparty re contract rejection (.1); conference with M. Young re same (.1).
04/22/25	Aislinn Comiskey	0.40	Correspond with Q. Wetzel, D. Manetta re Granite objection (.3); review, revise same (.1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/22/25	Julia Fletcher	2.60	Research re post-assumption rejection of executory contracts (2.2); draft summary re same (.2); correspond with Alix team, Hilco team re lease rejection (.2).
04/22/25	Dominick Vito Manetta	3.40	Correspond with Z. Ben-Shahar, K&E team, cure dispute counterparties re cure amount disputes (1.4); draft cure dispute summary (.9); research re cure amounts, attorney's fees (1.1).
04/22/25	Quin Wetzel	0.80	Correspond with cures counterparties re cure issues.
04/22/25	Mary Catherine Young	3.70	Review, revise Fifth & Alton lease amendment (.6); conference with landlord's counsel re lease treatment in chapter 11 (.3); conference with landlord's counsel re lease treatment in VSI sale (.2); correspond with Alix team re rejection schedule (.3); conference with Company re PSP franchise agreement issues (.5); correspond with Company re follow up issues re same (.2); review, analyze executory contract research (.9); review, analyze lease amendment (.4); correspond with landlord's counsel re sale issues re leases (.3).
04/23/25	Michael Beauchamp	3.50	Correspond with cures counterparties re cures issues (.5); correspond with Alix team re same (.2); review, analyze issues, related materials (2.8).
04/23/25	Ziv Ben-Shahar	6.50	Correspond with B. Nakhaimousa, K&E team re administrative claims objection (.4); correspond with counterparty re same (.6); review analyze strategy re same (.8); correspond with cure counterparties re reconciliations (1.3); review, analyze invoices re same (.5); correspond with Alix team re cure reconciliations (.7); telephone conference with lease counterparty re lease assumption issues (.5); correspond with K. Huang, K&E team re same (.4); review, revise objection re administrative claims (.9); conference with Q. Wetzel re same (.4).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/23/25	Sloane Bessey	4.30	Review, analyze franchise agreements re possible rejection (3.3); correspond with B. Nakhaimousa, K&E team re same (.7); correspond with opposing counsel re cure objection (.3).
04/23/25	Aislinn Comiskey	0.50	Correspond with M. Levine, Z. Ben-Shahar, Q. Wetzel re objection re Granite administrative claim (.2); review, revise same (.3).
04/23/25	Dominick Vito Manetta	2.30	Draft cure dispute, adequate assurance request summary (1.4); correspond with cure dispute counterparties re adequate assurance request (.3); review, analyze cure dispute counterparties billing statements (.6).
04/23/25	Mary Catherine Young	4.30	Review, analyze correspondence from Company re lease amendments (.6); correspond with landlord's counsel re same (.2); conference with Kelley Drye team re same (.3); review, analyze considerations re same (.4); correspond with Cole Schotz team re Fifth & Alton lease amendment (.3); correspond with B. Nakhaimousa, K&E team re lease assumption issues (.4); review, analyze considerations re same (.2); conference with landlord's counsel re lease amendment issue (.2); review, analyze MEL Indiana administrative payment motion (.2); correspond with Alix team re same (.2); conference with Hilco team re lease amendment (.2); review, revise amendment re same (1.1).
04/24/25	Ziv Ben-Shahar	4.20	Correspond with cure counterparties re disputed invoices, cure reconciliations (1.8); telephone conferences with cure counterparties re same (.5); review, analyze issues re disputed invoices (.6); correspond with Alix team re cure reconciliations (.9); correspond with PH, YCST re administrative claim objection (.4).
04/24/25	Sloane Bessey	1.80	Conference with B. Nakhaimousa re franchise agreements (.7); review, analyze franchise agreements re possible rejection (.6); telephone conference with Company re same (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/24/25	Caroline Buthe	0.20	Correspond with landlord's counsel re real estate taxes (.1); correspond with Alix team re same (.1).
04/24/25	Aislinn Comiskey	0.10	Correspond with Q. Wetzel re termination fee research and granite administrative claim objection.
04/24/25	Derek I. Hunter	0.50	Conference with B. Nakhaimousa, K&E team re franchisee agreement considerations.
04/24/25	Dominick Vito Manetta	1.50	Review, revise cure dispute summary (.9); correspond with Z. Ben-Shahar, K&E team, cure dispute counterparties counsel (.6).
04/24/25	Mary Catherine Young	3.00	Review, analyze lease amendment markups (.4); correspond with Hilco re same (.2); conference with Halo counsel re outstanding contract balance (.3); conference with Company re PSP contract issues (.5); conference with Alix team re tax payments on leases (.2); conference with B. Nakhaimousa re lease amendments, outstanding lease issues (.5); review, revise lease amendments (.2); correspond with Company re same (.2); conference with YCST team re outstanding lease, franchise agreement workstreams (.5).
04/25/25	Ziv Ben-Shahar	2.80	Correspond with YCST re administrative claims objection (.9); correspond with YCST re cures (.8); review analyze issues re cure reconciliations, status (.7); conference with S. Bessey, K&E team re cure reconciliations (.4).
04/25/25	Sloane Bessey	0.70	Conference with Z. Ben-Shahar, contract counterparty re contract assumption (.4); correspond with Z. Ben-Shahar, K&E team re same (.3).
04/25/25	Dominick Vito Manetta	1.00	Review, revise cure dispute summary (.8); correspond with cure dispute counterparties (.2).
04/25/25	Sarah Osborne	0.90	Review, analyze vendor matters and lease inquiries.
04/25/25	Quin Wetzel	0.50	Draft summary re cure communications.
04/25/25	Mary Catherine Young	0.80	Correspond with landlord's counsel re lease amendments (.3); review, analyze Fifth & Alton lease amendment (.2); review, analyze lease amendment (.2); correspond with Company re same (.1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/26/25	Ziv Ben-Shahar	1.70	Correspond with cure counterparties re reconciliations (.6); review, analyze issues re same (.7); correspond with Alix team re same (.4).
04/27/25	Michael Beauchamp	1.20	Review, analyze correspondence with contract counterparty counsel re lease issues (.5); draft summary re same (.5); correspond with Z. Ben-Shahar re same (.2).
04/27/25	Mary Catherine Young	0.80	Draft, revise summary of lease issues.
04/27/25	Mary Catherine Young	0.20	Review, analyze lease tax issue.
04/28/25	Michael Beauchamp	2.70	Review, analyze materials re assumption disputes with contract counterparties (.7); review, revise summary re same (.4); correspond with Z. Ben-Shahar, Alix, counsel to counterparties re same (1.6).
04/28/25	Sloane Bessey	0.50	Correspond with Z. Ben-Shahar, K&E team re cure objections.
04/28/25	Julia Fletcher	0.10	Correspond with counterparty re rejection of contract.
04/28/25	Dominick Vito Manetta	0.20	Correspond with Z. Ben-Shahar, K&E team, Alix team, lease counterparties re cure amount disputes.
04/28/25	Brian Nakhaimousa	0.50	Conference with M. Young re lease matters.
04/28/25	Mary Catherine Young	4.00	Correspond with landlords' counsel re lease amendments (.6); review, revise lease amendments re same (1.4); review, analyze considerations re same (.8); correspond with M. Levine, K&E team re lease workstream work in process (.4); correspond with B. Nakhaimousa, K&E team re lease amendments (.5); correspond with Company re same (.3).
04/29/25	Michael Beauchamp	1.30	Telephone conference with B. Nakhaimousa, K&E team re assumption disputes (.7); correspond with Z. Ben-Shahar re same (.2); review, analyze related materials (.4).
04/29/25	Sloane Bessey	0.60	Correspond with B. Nakhaimousa, K&E team re cure objections (.2); correspond with B. Nakhaimousa, K&E team, contract counterparty re same (.4).
04/29/25	Julia Fletcher	1.80	Research re contract rejection, noncomplete validity (1.1); draft summary re same (.7).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050121456
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/29/25	Jeffrey Ross Goldfine	0.80	Telephone conference with Company, B. Nakhaimousa, K&E team re BMH.
04/29/25	Maddison Levine	0.50	Telephone conference with B. Nakhaimousa, K&E team, Ducera, Company re Buddy's term sheet and related issues.
04/29/25	Dominick Vito Manetta	4.80	Draft cure dispute summary (3.4); review, analyze correspondence with cure dispute counterparties (1.2); telephone conference with B. Nakhaimousa, contract counterparty re cure amount (.2).
04/29/25	Quin Wetzel	0.50	Correspond with cures counterparties re cure disputes.
04/29/25	Mary Catherine Young	1.10	Correspond with landlords' counsel re lease amendments (.3); conference with Company re lease amendments (.3); review, revise lease amendments re same (.5).
04/30/25	Michael Beauchamp	2.50	Telephone conference with B. Nakhaimousa, K&E team, Alix team re outstanding assumption disputes (.4); correspond with counsel to counterparties re same (1.6); review, analyze related materials (.5).
04/30/25	Sloane Bessey	0.60	Correspond with B. Nakhaimousa, K&E team, opposing counsel re cure objections (.2); conference with B. Nakhaimousa, K&E team, Alix team re same (.4).
04/30/25	Caroline Buthe	3.60	Conference with M. Young, Alix team re schedule of rejected contracts (.3); review, revise schedules re same (3.1); correspond with J. Raphael, S. Osborne, M. Levine re same (.1); telephone conference with M. Levine re same (.1).
04/30/25	Aislinn Comiskey	0.10	Correspond with M. Young, K&E team, Alix team re rejection schedules.
04/30/25	Dominick Vito Manetta	2.80	Review, analyze executory contracts re cure dispute (.8); telephone conference with M. Levine, K&E team, Alix team re cure disputes, sale objections (.4); review, revise cure dispute tracker (1.6).
04/30/25	Quin Wetzel	0.70	Correspond with cures counterparties re cures issues.
Total		351.00	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121455
Client Matter: 58395-10

In the Matter of Business Operations

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	\$ 13,667.00
Total legal services rendered	\$ 13,667.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Business Operations

Invoice Number: 1050121455
Matter Number: 58395-10

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	2.10	1,065.00	2,236.50
Rachel Golden	2.10	1,195.00	2,509.50
Nicole L. Greenblatt, P.C.	0.50	2,595.00	1,297.50
Maddison Levine	1.30	1,465.00	1,904.50
Brian Nakhaimousa	1.30	1,465.00	1,904.50
Joshua Raphael	0.10	1,195.00	119.50
Steven Soule	2.20	1,245.00	2,739.00
Mary Catherine Young	0.80	1,195.00	956.00
TOTALS	10.40		\$ 13,667.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Business Operations

Invoice Number: 1050121455
Matter Number: 58395-10

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Michael Beauchamp	0.70	Review, analyze motion re administrative expense claims of utility provider, related materials (.5); correspond with Z. Ben-Shahar re same (.2).
04/03/25	Maddison Levine	0.30	Correspond with Company, Alix re customer refund (.2); review, analyze issues re same (.1).
04/04/25	Michael Beauchamp	1.40	Review, analyze adequate assurance request, related materials re administrative expense claim (.9); correspond with Q. Wetzel, Z. Ben-Shahar re same (.5).
04/07/25	Brian Nakhaimousa	0.50	Conference with Company, M. Levine, AlixPartners re American Freight winddown status.
04/07/25	Steven Soule	0.80	Review and analyze issues re compliance matters (.5); correspond with Company re same (.3).
04/09/25	Joshua Raphael	0.10	Correspond re American Freight insurance inspection with M. Levine.
04/10/25	Maddison Levine	0.20	Correspond with Company, Alix re customer refund issue.
04/13/25	Nicole L. Greenblatt, P.C.	0.50	Correspond with M. Levine, K&E team, Company re compliance matters.
04/14/25	Brian Nakhaimousa	0.30	Conference with Company, M. Young K&E team, Alix team re business operations.
04/16/25	Mary Catherine Young	0.50	Correspond with Alix team re intercompany payables issues (.3); conference with Alix team re same (.2).
04/18/25	Maddison Levine	0.80	Review, revise franchise disclosure documents (.5); correspond with J. Raphael, Company re same (.3).
04/21/25	Rachel Golden	2.10	Review, analyze global notes re monthly operating report (.9); review, revise same (.4); correspond with YC re same (.1); correspond with J. Raphael re same (.2); conference with M. Levine, K&E team, YC, Alix, Ducera, Hilco re work in process, case updates (.5).
04/22/25	Brian Nakhaimousa	0.50	Attend conference re American Freight matter.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Business Operations

Invoice Number: 1050121455
Matter Number: 58395-10

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/22/25	Steven Soule	0.40	Correspond with Company re compliance strategy.
04/23/25	Steven Soule	1.00	Prepare for conference with Company re compliance strategy (.7); conference with Company re same (.2); correspond with Company re same (.1).
04/28/25	Mary Catherine Young	0.30	Conference with Company re business operations.
Total		10.40	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121454
Client Matter: 58395-11

In the Matter of Claims Administration

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 80,627.00</u>
Total legal services rendered	\$ 80,627.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050121454
Matter Number: 58395-11

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	0.50	1,065.00	532.50
Jacob E. Black	20.40	1,375.00	28,050.00
Julia F. Burnson	0.50	685.00	342.50
Caroline Buthe	0.80	880.00	704.00
Maddison Levine	7.10	1,465.00	10,401.50
Dominick Vito Manetta	4.10	880.00	3,608.00
Brian Messing	0.50	1,065.00	532.50
Brian Nakhaimousa	20.50	1,465.00	30,032.50
Luz Tur-Sinai Gozal	2.60	880.00	2,288.00
Quin Wetzel	2.20	1,065.00	2,343.00
Mary Catherine Young	1.50	1,195.00	1,792.50
TOTALS	60.70		\$ 80,627.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050121454
Matter Number: 58395-11

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Brian Nakhaimousa	0.40	Correspond with J. Goldfine, K&E team, Company re cure objections re Pentex, A-team (.2); correspond with Z. Ben-Shahar re cure objections and related issues (.2).
04/02/25	Julia F. Burnson	0.50	Draft administrative claim objection.
04/02/25	Brian Nakhaimousa	0.50	Correspond with Company, M. Levine, K&E team re Buddy's cure objection-related matters.
04/07/25	Maddison Levine	1.10	Telephone conference with B. Nakhaimousa, K&E team re Granite objection (.4); review, analyze same (.3); telephone conference with B. Nakhaimousa, K&E team, claimant re claims issues (.4).
04/07/25	Brian Nakhaimousa	0.90	Conference with Q. Wetzel, Z. Ben Shahar re Granite motion to compel (.5); review, analyze pleading re same (.4).
04/08/25	Maddison Levine	0.70	Telephone conference with B. Nakhaimousa, K&E team, counsel re Granite claims issues (.5); review, analyze PoC re same (.2).
04/08/25	Brian Nakhaimousa	1.60	Telephone conference with B. Nakhaimousa, K&E team, counsel to Granite re American Freight claim (.5); review, analyze research re same (1.1).
04/09/25	Brian Nakhaimousa	0.50	Conference with Company, AlixPartners re Granite claim issues.
04/09/25	Quin Wetzel	0.50	Correspond with cures counterparty, Alix team re reconciliation.
04/10/25	Brian Nakhaimousa	0.90	Telephone conference with Company, M. Young, K&E team, franchisee counsel re cure objection (.6); follow up conference with J. Goldfine re same (.3).
04/10/25	Quin Wetzel	0.30	Review, revise claims objection.
04/11/25	Maddison Levine	0.50	Correspond with Alix, YCST re claims issues (.3); review, analyze research re same (.2).
04/11/25	Brian Nakhaimousa	0.50	Correspond with counsel to Pentex re cure matters.
04/14/25	Maddison Levine	0.40	Telephone conference with M. Young re claim issue.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050121454
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/14/25	Brian Nakhaimousa	2.40	Telephone conference with Z. Ben-Shahar, counsel to Granite re cure matter (.5); follow up conference with Z. Ben-Shahar re same (.3); conference with Company, Ducera, J. Goldfine re Buddy's cure matters (1.2); prepare for same (.4).
04/15/25	Maddison Levine	0.80	Telephone conference with Cozen, B. Nakhaimousa, K&E team re claims issues, next steps (.5); review, analyze motion re same (.3).
04/15/25	Brian Nakhaimousa	1.90	Telephone conference with counsel to Granite, M. Levine, K&E team re claim (.5); prepare for same (1.4).
04/17/25	Dominick Vito Manetta	1.40	Draft objection re motion for administrative expense claim (.6); research re same (.8).
04/18/25	Maddison Levine	0.90	Telephone conference with Cozen, B. Nakhaimousa re claims issue, motion (.5); review, analyze issues re same (.4).
04/18/25	Dominick Vito Manetta	0.90	Draft declaration in support of objection re motion for administrative expense claim.
04/18/25	Brian Nakhaimousa	4.20	Conference with Z. Ben-Shahar, Q. Wetzel, M. Levine re Granite cure matter (.5); review, analyze issues, materials re same (1.7); conference with D. Hunter re Buddy's cure matters (.5); correspond with M. Levine, K&E team, Company re same (.7); conference with PH re Buddy's cure matters (.5); prepare for same (.3).
04/20/25	Mary Catherine Young	0.20	Correspond with M. Levine, K&E team re proof of claim extension (.1); review, analyze issues re same (.1).
04/21/25	Brian Nakhaimousa	0.50	Correspond with Z. Ben-Shahar, K&E team re Granite matters.
04/21/25	Quin Wetzel	0.90	Research estimation procedures in chapter 11 (.7); correspond with M. Levine re same (.2).
04/21/25	Mary Catherine Young	0.50	Draft language re proof of claim extension (.3); correspond with claimant's counsel re allowed claim issue (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050121454
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/22/25	Jacob E. Black	10.10	Analyze, evaluate claim re substantive, procedural claim issues (3.8); correspond with B. Messing, K&E team re same (.9); telephone conferences with B. Messing, K&E team re same (.8); research case law re same (3.6); draft, revise summary re same (1.0).
04/22/25	Maddison Levine	0.70	Telephone conference with Ducera, B. Nakhaimousa, K&E team re GUC estimates (.4); review, analyze issues re same (.3).
04/22/25	Dominick Vito Manetta	1.80	Review, revise objection re motion for administrative expense claim (1.2); research re same (.6).
04/23/25	Jacob E. Black	6.40	Draft, revise claims issue summary re 510(b) matters (3.7); correspond with B. Messing, K&E team re same (1.4); telephone conferences with B. Messing re same (1.3).
04/23/25	Caroline Buthe	0.80	Telephone conference with Company's third-party administrator re claims inquiry (.3); research re same (.4); correspond with M. Levine, K&E team re same (.1).
04/23/25	Maddison Levine	0.50	Correspond with B. Nakhaimousa, K&E team re claim issues (.3); review, analyze research re same (.2).
04/23/25	Brian Nakhaimousa	0.50	Conference with M. Levine, S. Bessey re Buddy's cure matters.
04/23/25	Luz Tur-Sinai Gozal	2.60	Telephone conferences with B. Messing re same, claims strategy (1.5). research statutes, case law re same (1.1).
04/24/25	Jacob E. Black	3.90	Draft, revise summary re claim, related issues (2.9); telephone conferences with B. Messing, K&E team (.2); analyze, evaluate issues re same (.8).
04/24/25	Maddison Levine	1.50	Review, analyze research re claims subordination (.6); review, revise summary re same (.5); correspond with B. Messing, K&E team re same, next steps (.4).
04/24/25	Brian Messing	0.50	Prepare, compile claims analysis (.1); correspond with J. Black, K&E team, YC re claims analysis (.3); telephone conference with J. Black re same (.1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050121454
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/24/25	Brian Nakhaimousa	4.40	Conference with J. Goldfine, K&E team re Buddy's matters (.3); conference with J. Goldfine, K&E team, counsel to A team re cure objection (.5); review, analyze cure objection, proof of claim re same (.7); conference with Company, Ducera re Buddy's settlement term sheet (1.0); review, analyze materials re preparation for same (.5); conference with PH, YCST re Granite administrative expense motion re American Freight (.5); review, analyze motion re preparation for same (.9).
04/25/25	Brian Nakhaimousa	0.30	Correspond with S. Bessey, K&E team re Buddy's cure issues.
04/25/25	Quin Wetzel	0.50	Review, analyze claims objections, related materials (.4); correspond with Z. Ben-Shahar, K&E team re same (.1).
04/25/25	Mary Catherine Young	0.20	Correspond with landlord's counsel re allowed claim.
04/27/25	Mary Catherine Young	0.20	Correspond with claimant counsel re allowed claim.
04/28/25	Michael Beauchamp	0.50	Review, analyze materials re late-filed proofs of claim (.3); correspond with S. Osborne, K&E team re same (.2).
04/28/25	Mary Catherine Young	0.40	Correspond with S. Osborne, K&E team re proof of claim extensions.
04/29/25	Brian Nakhaimousa	1.00	Conference with Ducera, M. Levine, K&E team, Company, re Buddy's cure matters, settlement re same.
Total		60.70	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121453
Client Matter: 58395-12

In the Matter of Schedules and Statements (SOFAs)

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 2,256.50</u>
Total legal services rendered	\$ 2,256.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Schedules and Statements (SOFAs)

Invoice Number: 1050121453
Matter Number: 58395-12

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Caroline Buthe	0.40	880.00	352.00
Maddison Levine	1.30	1,465.00	1,904.50
TOTALS	1.70		\$ 2,256.50

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Schedules and Statements (SOFAs)

Invoice Number: 1050121453
 Matter Number: 58395-12

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/09/25	Maddison Levine	0.50	Correspond with Alix, YCST re amended schedules and SoFAs (.3); review, analyze issues, bar date order re same (.2).
04/18/25	Maddison Levine	0.40	Review, revise notice of amended schedules (.2); correspond with YCST re same, next steps (.2).
04/21/25	Maddison Levine	0.20	Correspond with Alix re amended schedules.
04/28/25	Caroline Buthe	0.40	Review, revise notice re amended schedules and statements (.3); correspond with YCST team re same (.1).
04/28/25	Maddison Levine	0.20	Review, revise notice of amended schedules (.1); correspond with C. Buthe re same (.1).
Total		1.70	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121452
Client Matter: 58395-13

In the Matter of Creditor and Stakeholder Communications

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	\$ 137,232.50
Total legal services rendered	\$ 137,232.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050121452
Matter Number: 58395-13

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	5.70	2,015.00	11,485.50
Ziv Ben-Shahar	1.40	1,195.00	1,673.00
Caroline Buthe	0.20	880.00	176.00
Jacqueline Cloutier	0.40	1,375.00	550.00
Julia Fletcher	1.20	880.00	1,056.00
Rachel Golden	4.30	1,195.00	5,138.50
Jeffrey Ross Goldfine	5.40	1,745.00	9,423.00
Nicole L. Greenblatt, P.C.	3.20	2,595.00	8,304.00
Derek I. Hunter	11.10	1,735.00	19,258.50
Maddison Levine	20.10	1,465.00	29,446.50
Melanie MacKay	0.30	1,695.00	508.50
Drew Maliniak	1.30	1,725.00	2,242.50
Dominick Vito Manetta	0.10	880.00	88.00
Mark McKane, P.C.	10.60	2,265.00	24,009.00
Brian Nakhaimousa	5.30	1,465.00	7,764.50
Sarah Osborne	3.40	1,065.00	3,621.00
Joshua Raphael	3.90	1,195.00	4,660.50
Matthew Sinclair-Thomson	0.50	2,045.00	1,022.50
Josh Sussberg, P.C.	2.30	2,595.00	5,968.50
Mary Catherine Young	0.70	1,195.00	836.50
TOTALS	81.40		\$ 137,232.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050121452
Matter Number: 58395-13

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Rachel Golden	0.30	Correspond with C. Buthe re party in interest inquiry (.1); review, revise correspondence re same (.2).
04/01/25	Jeffrey Ross Goldfine	0.70	Telephone conference with M. Levine, K&E team, PH and Lazard teams re valuation.
04/01/25	Maddison Levine	1.60	Telephone conference with PH, S. OHargan, K&E team re asset purchase agreement, open items (.5); prepare for same (.4); telephone conference with PH, Lazard, Ducera, B. Arnault, K&E team re expert witnesses (.5); review, analyze issues re same (.2).
04/01/25	Mark McKane, P.C.	1.60	Correspond and conferences with M. Levine, K&E team, global settlement parties re settlement offers.
04/01/25	Josh Sussberg, P.C.	0.10	Correspond with various creditors re next steps.
04/02/25	Bill Arnault, P.C.	0.70	Review and analyze correspondence from PH, W&C re settlement offers.
04/02/25	Dominick Vito Manetta	0.10	Telephone conference with notice party re outreach, case status inquiry.
04/02/25	Josh Sussberg, P.C.	0.30	Correspond with W&C re deal, settlement status.
04/03/25	Julia Fletcher	0.70	Review, revise creditor, stakeholder outreach summaries.
04/03/25	Derek I. Hunter	1.50	Telephone conference with M. Levine, K&E team, Ducera, Alix, Lazard, PH re deal status, plan issues, next steps (1.0) prepare for same (.5).
04/03/25	Josh Sussberg, P.C.	1.50	Telephone conference with W&C re next steps and correspond re same (.7); correspond with 1L and UCC advisors re next steps (.3); correspond with N. Greenblatt and K&E team re status (.5).
04/04/25	Caroline Buthe	0.20	Telephone conference with customer re purchase inquiry (.1); research re same (.1).
04/04/25	Maddison Levine	0.80	Correspond with Company re insurance policies, related deductibles (.3); review, analyze issues re same, ABL facility implications (.2); telephone conference with W. Pruitt, K&E team re same (.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050121452
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Maddison Levine	1.30	Telephone conference with PH, B. Nakhaimousa, K&E team re case status, open items (.5); prepare for same (.3); correspond with PH re solicitation, next steps (.5).
04/08/25	Ziv Ben-Shahar	1.10	Correspond with Kroll, PH re ballots (.3); correspond with Kroll, claim holder re same (.8).
04/08/25	Melanie MacKay	0.30	Telephone conference with PH re pending discovery.
04/09/25	Rachel Golden	1.30	Correspond with YC re stakeholder outreach (.2); correspond with J. Fletcher, K&E team, Alix re same (.4); review, analyze same (.7).
04/09/25	Derek I. Hunter	0.50	Telephone conference with B. Nakhaimousa K&E team, PH, MWE re sale, asset purchase agreement.
04/10/25	Bill Arnault, P.C.	0.20	Telephone conference with PH team re status.
04/10/25	Jeffrey Ross Goldfine	0.30	Telephone conference with D. Hunter, K&E team, lender advisors re case updates and next steps.
04/10/25	Derek I. Hunter	1.00	Telephone conferences with M. Levine, K&E team, Ducera, Alix, Lazard, PH re deal status, plan issues, next steps.
04/10/25	Maddison Levine	1.50	Telephone conference with PH, B. Nakhaimousa re case status, open items (.6); telephone conference with PH, Lazard, D. Hunter, K&E team, Company advisors re work in process, emergence (.5) correspond with PH re same, settlement term sheet (.4).
04/10/25	Mark McKane, P.C.	0.80	Telephone conference with PH, Lazard, M. Levine, K&E team, Company advisors re settlement issues.
04/10/25	Brian Nakhaimousa	1.10	Telephone conference with PH, M. Levine re case status, open items (.6); telephone conference with PH, Lazard, D. Hunter, K&E team, Company advisors re work in process, next steps (.5).
04/10/25	Sarah Osborne	0.30	Telephone conference with lender advisors, M. Levine, K&E team re case updates, work in process.
04/10/25	Joshua Raphael	0.30	Conference with M. Levine, K&E team, Ducera, Alix, Lazard, PH teams re case status and work in process.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050121452
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/11/25	Bill Arnault, P.C.	1.90	Telephone conference with W&C team re settlement (.2); telephone conference with J. Sussberg, K&E team, PH team and PSZJ team re same (.4); correspond with J. Goldfine, K&E team re same, disclosing reports and directors and officers (1.3).
04/11/25	Jacqueline Cloutier	0.40	Telephone conference with D. Maliniak, PH re corporate governance term sheet.
04/11/25	Jeffrey Ross Goldfine	1.50	Conference with W&C, M. McKane, K&E team re settlement (.4); correspond with B. Arnault, K&E team re same (.4); conference with J. Sussberg, K&E team, PH team and PSZJ team re settlement (.4); correspond with B. Arnault, K&E team, PH team and PSZJ team re same (.3).
04/11/25	Nicole L. Greenblatt, P.C.	1.00	Telephone conference and correspond with M. Levine, K&E team, W&C, PH, PSZJ re deal status, plan issues, next steps.
04/11/25	Derek I. Hunter	1.00	Telephone conference and correspond with M. Levine, K&E team, W&C, PH, PSZJ re deal status, plan issues, next steps.
04/11/25	Maddison Levine	0.90	Telephone conference with W&C, PH, PSZJ, J. Sussberg, K&E team re global settlement, open items (.5); prepare for same (.4).
04/11/25	Drew Maliniak	1.30	Telephone conference with J. Cloutier, PH re corporate governance term sheet (.8); correspond with Company re same (.5).
04/11/25	Mark McKane, P.C.	1.50	Conferences with W&C, Akin, PH, N. Greenblatt, K&E team, lender advisors re settlement issues.
04/13/25	Derek I. Hunter	0.50	Conference with M. Levine K&E team, MWE, PH re sale process, related issues.
04/14/25	Bill Arnault, P.C.	0.40	Conference with M. McKane re settlement (.3); conference with W&C re same (.1).
04/14/25	Jeffrey Ross Goldfine	0.30	Telephone conference with M. Levine, K&E team, lender advisors re case status and next steps.
04/14/25	Nicole L. Greenblatt, P.C.	1.70	Telephone conference with D. Hunter, K&E team, Company advisors, 1L advisors re case status, open items (.5); correspond and conferences with PH, PSZJ re settlement issues and next steps (1.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050121452
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/14/25	Derek I. Hunter	1.80	Telephone conference with M. Levine, K&E team, Company, Company advisors re case strategy, deal status, plan issues, next steps (.5); telephone conference with M. Levine, K&E team, Lazard, Ducera, Company, PH re deal status, strategy, open issues (.5); telephone conference with Company advisors re same (.5); telephone conference with B. Nakhaimousa, K&E team, Company, PH, PSZJ re settlement discussions, related matters (.3).
04/14/25	Maddison Levine	0.80	Telephone conference with D. Hunter, K&E team, Company advisors, 1L advisors re case status, open items (.5); correspond with PH re DIP maturity (.3).
04/14/25	Mark McKane, P.C.	3.40	Telephone conference with PH, Lazard, D. Hunter, K&E team re settlement (.6); conferences and correspond with D. Hunter, K&E team, PH, PSZJ re settlement term sheet (1.4); prepare for same (1.0); review, revise settlement term sheet, release language re same (.4).
04/14/25	Brian Nakhaimousa	0.30	Conference with Company advisors, M. Levine, K&E team, 1L advisors re status, next steps, check in.
04/14/25	Brian Nakhaimousa	0.50	Telephone conference with D. Hunter, K&E team, PH, PSZJ re settlement.
04/14/25	Sarah Osborne	0.30	Telephone conference with M. Levine, K&E team, PH team, Company advisors re case status and work in process.
04/14/25	Joshua Raphael	0.30	Telephone conference with M. Levine, K&E team, Alix, Ducera, PH, Lazard teams re case status and next steps.
04/15/25	Mary Catherine Young	0.40	Correspond with PSZJ, PH team re allowed claim inquiry.
04/16/25	Rachel Golden	2.20	Correspond with Alix re franchise considerations (.5); conference with Alix, B. Nakhaimousa, K&E team re intercompany considerations (.5) review, analyze correspondence re letter of credit issue (.4); correspond with Company re same (.1); draft correspondence re same (.2); review, analyze issues re same (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050121452
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/16/25	Derek I. Hunter	1.00	Telephone conference with M. Levine, K&E team, PH, W&C, PSZJ, Company re settlement term sheet, open items.
04/16/25	Maddison Levine	1.60	Telephone conference with N. Greenblatt, K&E team, global settlement parties re term sheet, open items (.7); review, revise same (.5); correspond with PH re same, next steps (.4).
04/16/25	Mark McKane, P.C.	2.30	Conferences and correspond with D. Hunter, K&E team, W&C, PH re settlement term sheet.
04/16/25	Sarah Osborne	0.50	Telephone conference with D. Hunter, K&E team, W&C, PH, PSZJ re settlement.
04/16/25	Joshua Raphael	0.50	Telephone conference with D. Hunter, K&E team, W&C, PH, PSZJ re settlement.
04/17/25	Bill Arnault, P.C.	0.80	Conference with PH re settlement issues (.4); conference with Company re same (.4).
04/17/25	Derek I. Hunter	1.00	Telephone conference with M. Levine, K&E team, Ducera, Alix, Lazard, PH re deal status, plan issues, settlement considerations, next steps (.5); telephone conference with M. Levine, K&E team, Lazard, Ducera, PH re same (.5).
04/17/25	Maddison Levine	1.20	Telephone conference with PH, Lazard, D. Hunter, K&E team, Company advisors re case status, open items (.5); correspond and conferences with D. Hunter, K&E team, global settlement parties re term sheet, filing of same, next steps (.7).
04/17/25	Mark McKane, P.C.	0.60	Conference with B. Nakhaimousa, K&E team, PH re settlement.
04/17/25	Sarah Osborne	0.40	Telephone conference with M. Levine, K&E team, Alix team, PH team re case status, work in process.
04/17/25	Matthew Sinclair-Thomson	0.50	Correspond with M. Thorpe, K&E team, PH team re antitrust filing.
04/18/25	Jeffrey Ross Goldfine	0.30	Telephone conference with B. Nakhaimousa, K&E team and PH team re BMH.
04/18/25	Maddison Levine	0.90	Telephone conference with D. Hunter, B. Nakhaimousa, PH re franchise matters, ABL (.5); prepare for same (.4).
04/18/25	Mark McKane, P.C.	0.40	Correspond with PH re claims definitions re supplemental disclosure statement.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050121452
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/18/25	Josh Sussberg, P.C.	0.10	Correspond with various creditors re next steps.
04/21/25	Rachel Golden	0.50	Conference with M. Levine, K&E team, PH re work in process, case updates.
04/21/25	Jeffrey Ross Goldfine	0.30	Telephone conference with M. Levine, K&E team, lender advisors re case status, work in process.
04/21/25	Nicole L. Greenblatt, P.C.	0.50	Correspond with PH, W&C, PSZJ re settlement term sheet, status conference.
04/21/25	Derek I. Hunter	1.00	Telephone conference with M. Levine, K&E team, Ducera, Alix, Lazard, PH re deal status, plan issues, next steps (.5); telephone conference with M. Levine, K&E team, Lazard, Ducera, PH, Alix, YCST, PSZJ re settlement update, franchisee litigation, related issues, next steps (.5).
04/21/25	Maddison Levine	1.60	Correspond with PH, W&C, PSZJ re settlement term sheet, status conference (.4); review, revise same (.5); telephone conference with PH, Lazard, B. Nakhaimousa, K&E team, Ducera re franchise matters (.7).
04/21/25	Brian Nakhaimousa	1.00	Conference with Lazard, Ducera, Company re Buddy's matters.
04/21/25	Sarah Osborne	0.40	Telephone conference with M. Levine, Company advisors, lender advisors re case updates, work in process.
04/21/25	Joshua Raphael	0.40	Correspond with Akin, M. Levine, K&E team re plan, supplemental disclosure statement (.1); telephone conference with PH, Lazard re deal status (.3).
04/21/25	Josh Sussberg, P.C.	0.30	Correspond with Company re lender comments to budget.
04/22/25	Maddison Levine	1.60	Correspond with PH, Company re board matters (.3); review, analyze issues re same (.2); telephone conference with D. Hunter, K&E team, global settlement parties re deal materials, open items (.6); prepare for same (.3); correspond with LW re plan, ABL issues (.2).
04/23/25	Derek I. Hunter	0.50	Telephone conference with M. Levine, K&E team, Latham re deal update, plan issues, next steps.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050121452
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/23/25	Maddison Levine	1.40	Telephone conference with LW re deal status, ABL (.5); correspond with PH re amended plan (.4); review, analyze comments to same (.5).
04/23/25	Joshua Raphael	1.00	Telephone conference with Latham, M. Levine, K&E team re plan (.6); correspond with PH, W&C, Company advisors re same (.4).
04/24/25	Bill Arnault, P.C.	0.70	Conference with PH team, Lazard team re settlement and case status (.4); conferences with M. McKane re same (.3).
04/24/25	Ziv Ben-Shahar	0.30	Conference with M. Levine, K&E team, YCST team, PH re administrative claim objection.
04/24/25	Maddison Levine	0.80	Correspond with global settlement parties, D. Hunter, K&E team re DS supplement, order approving same (.4); review, analyze W&C, PH comments to re same (.4).
04/24/25	Joshua Raphael	0.40	Conference with PH team, M. Levine, K&E team re case status, work in process.
04/24/25	Mary Catherine Young	0.30	Correspond with PH team, PSZJ re allowed claim issue.
04/25/25	Jeffrey Ross Goldfine	1.00	Telephone conference with B. Nakhaimousa, K&E team, Ducera team, Company, PH team re Buddy's
04/25/25	Derek I. Hunter	1.30	Telephone conference with B. Nakhaimousa, K&E team, lenders, Alix, Ducera, Lazard, PH, Company re franchisee considerations, related issues (.5); correspond with B. Nakhaimousa, K&E team re same (.8).
04/25/25	Maddison Levine	1.40	Telephone conference with Company, B. Nakhaimousa, K&E team, Company advisors, lenders, lender advisors re franchise matters, open items (.6); prepare for same (.3); correspond with global settlement parties re DS supplement filing, open issues (.5).
04/25/25	Brian Nakhaimousa	1.00	Conference with Lazard, Paul Hastings, D. Hunter, K&E team, Ducera, SteerCo, Company re Buddy's matters.
04/28/25	Bill Arnault, P.C.	0.50	Participate in telephone conference with PH team, Lazard team, M. Levine, K&E team, Company advisors re status.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050121452
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/28/25	Julia Fletcher	0.50	Telephone conference with Company, lender advisors re case strategy, next steps.
04/28/25	Jeffrey Ross Goldfine	0.50	Telephone conference with M. Levine, K&E team and lender advisors re case status and work in process.
04/28/25	Maddison Levine	0.70	Conference with PH re ABL default interest (.4); draft summary re same (.2); review, analyze research re same (.1).
04/28/25	Brian Nakhaimousa	0.40	Conference with PH, M. Levine, K&E team, Alix, Lazard re status, next steps.
04/28/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team, PH, Ducera, Alix teams re case updates, work in process.
04/28/25	Joshua Raphael	0.50	Conference with M. Levine, K&E team, Alix Lazard, PH teams re case status, work in process.
04/29/25	Maddison Levine	0.80	Telephone conference with lenders, lender advisors, B. Nakhaimousa, K&E team, Company advisors re Holdco rationalization (.6); review, analyze materials re same (.2).
04/29/25	Brian Nakhaimousa	1.00	Conference with Lazard, SteerCo, D. Hunter, K&E team, Company, Company advisors re HoldCo rationalization (.6); review, analyze materials in preparation for same (.4).
04/30/25	Bill Arnault, P.C.	0.50	Telephone conference with J. Goldfine, K&E team, W&C, PH, PSZJ re litigation trust agreement.
04/30/25	Jeffrey Ross Goldfine	0.50	Telephone conference with B. Arnault, PH, W&C, K&E team re litigation trust agreement.
04/30/25	Maddison Levine	1.20	Telephone conference with W&C, PH, PSZJ, B. Arnault, K&E team re litigation trust agreement (.5); review, analyze same (.3); correspond with PH re employee diligence (.4).
04/30/25	Sarah Osborne	1.00	Telephone conference with M. Levine, K&E team, PH re plan supplement (.5); telephone conference with M. Levine, K&E team, PH re litigation trust agreement (.5).
04/30/25	Joshua Raphael	0.50	Telephone conference with M. Levine, K&E team, W&C, PH re litigation trust agreement.

Total 81.40

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121451
Client Matter: 58395-14

In the Matter of U.S. Trustee Matters and Communications

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 33,529.00</u>
Total legal services rendered	\$ 33,529.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
U.S. Trustee Matters and Communications

Invoice Number: 1050121451
Matter Number: 58395-14

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	1.00	2,015.00	2,015.00
Ziv Ben-Shahar	0.60	1,195.00	717.00
Julia F. Burnson	0.20	685.00	137.00
Julia Fletcher	0.30	880.00	264.00
Susan D. Golden	2.90	1,795.00	5,205.50
Jeffrey Ross Goldfine	1.20	1,745.00	2,094.00
Nicole L. Greenblatt, P.C.	1.00	2,595.00	2,595.00
Derek I. Hunter	2.10	1,735.00	3,643.50
Maddison Levine	9.10	1,465.00	13,331.50
Brian Nakhaimousa	1.70	1,465.00	2,490.50
Amber L. Whipkey	0.80	1,295.00	1,036.00
TOTALS	20.90		\$ 33,529.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
U.S. Trustee Matters and Communications

Invoice Number: 1050121451
Matter Number: 58395-14

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/03/25	Ziv Ben-Shahar	0.60	Correspond with U.S. Trustee re cash management compliance (.3); correspond with YCST team, A. Comiskey re same (.3).
04/09/25	Julia Fletcher	0.10	Correspond with Alix team, YCST team, D. Hunter, K&E team re continued 341 meeting.
04/10/25	Julia Fletcher	0.10	Correspond with D. Hunter, K&E team, Alix team, YCST team re continued 341 meeting.
04/18/25	Maddison Levine	1.20	Review, revise MORs (.7); correspond with Alix re same (.2); correspond with U.S. Trustee, Company advisors re continued 341 meeting (.3).
04/21/25	Julia Fletcher	0.10	Correspond with YCST team, Alix team re continued 341 meeting.
04/21/25	Maddison Levine	0.60	Telephone conference with U.S. Trustee, D. Hunter, K&E team re settlement, next steps re same (.4); prepare for same (.2).
04/21/25	Brian Nakhaimousa	0.50	Conference with U.S. Trustee re Plan matters, related update.
04/22/25	Julia F. Burnson	0.20	Coordinate logistics for 341 meeting.
04/25/25	Nicole L. Greenblatt, P.C.	1.00	Correspond with M. Levine, K&E team re U.S. Trustee retention questions (.6); review, analyze issues re same (.4).
04/25/25	Maddison Levine	2.90	Review, analyze U.S. Trustee letter re sale (.6); conference with U.S. Trustee, D. Hunter, K&E team re same (.5); review, analyze issues re same, next steps (.7); telephone conference with Ducera re same (.3); correspond with J. Sussberg, K&E team re same, conflicts matters, next steps (.5); review, analyze conflicts reports re same (.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
U.S. Trustee Matters and Communications

Invoice Number: 1050121451
Matter Number: 58395-14

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/28/25	Susan D. Golden	2.90	Review U.S. Trustee correspondence re K&E supplemental declaration in support of K&E retention (.2); review, revise proposed supplemental declaration re same (.4); conferences with M. Levine, B. Nakhaimousa re same (1.0); conference with A. Vara re same (.3); conference with C. Husnick re same (.2); correspond with M. Levine, M. Sloman re responses to U.S. Trustee supplemental declaration requests re K&E retention (.5); review, revise responses to same (.3).
04/28/25	Maddison Levine	1.80	Correspond with U.S. Trustee re sale, supplemental declaration (.5); review, analyze issues, next steps re same (.4); review, revise supplemental declaration re same (.5); conference and correspond with S. Golden, K&E team re same (.4).
04/28/25	Maddison Levine	0.90	Prepare for 341 meeting (.6); correspond with Company, Company advisors, YCST re same (.3).
04/29/25	Bill Arnault, P.C.	1.00	Participate in 341 meeting.
04/29/25	Jeffrey Ross Goldfine	1.20	Participate in 341 meeting.
04/29/25	Derek I. Hunter	2.10	Attend continued 341 meeting (.7); prepare for same (1.4).
04/29/25	Maddison Levine	1.70	Attend 341 meeting (1.2); correspond with Company, YCST, U.S. Trustee, Alix re same (.5).
04/29/25	Brian Nakhaimousa	1.20	Telephonically attend 341 meeting.
04/29/25	Amber L. Whipkey	0.80	Correspond with M. MacKay, K&E team re U.S. Trustee outreach, next steps.
Total		20.90	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121450
Client Matter: 58395-15

In the Matter of Hearings

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 96,684.50</u>
Total legal services rendered	\$ 96,684.50

Legal Services for the Period Ending April 30, 2015
Franchise Group Inc.
Hearings

Invoice Number: 1050121450
Matter Number: 58395-15

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	5.30	2,015.00	10,679.50
Devika M. Balaram	1.50	1,295.00	1,942.50
Julia F. Burnson	3.40	685.00	2,329.00
Uzo Dike	0.60	705.00	423.00
Julia Fletcher	0.90	880.00	792.00
Rachel Golden	0.30	1,195.00	358.50
Jeffrey Ross Goldfine	3.30	1,745.00	5,758.50
Nicole L. Greenblatt, P.C.	8.40	2,595.00	21,798.00
Derek I. Hunter	1.00	1,735.00	1,735.00
Maddison Levine	3.70	1,465.00	5,420.50
Melanie MacKay	2.20	1,695.00	3,729.00
Dominick Vito Manetta	1.20	880.00	1,056.00
Mark McKane, P.C.	2.90	2,265.00	6,568.50
Brian Nakhaimousa	5.40	1,465.00	7,911.00
Robert Orren	0.30	685.00	205.50
Sarah Osborne	12.70	1,065.00	13,525.50
Josh Sussberg, P.C.	4.20	2,595.00	10,899.00
Mary Catherine Young	1.30	1,195.00	1,553.50
TOTALS	58.60		\$ 96,684.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050121450
Matter Number: 58395-15

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Bill Arnault, P.C.	1.90	Participate in conference re schedule and discovery (.2); prepare for same (1.7).
04/01/25	Devika M. Balaram	1.50	Review and revise draft of pro hac vice forms.
04/01/25	Julia F. Burnson	0.40	Correspond with YCST team rehearing logistics.
04/01/25	Uzo Dike	0.60	Draft omnibus pro hac vice motion for G. Hicks, D. Balaram and S. Cohen.
04/01/25	Rachel Golden	0.30	Correspond with M. Young re hearing agenda (.1); review, revise same (.2).
04/01/25	Sarah Osborne	0.30	Review, revise agenda for hearing.
04/01/25	Mary Catherine Young	1.30	Review, revise hearing agenda (.9); correspond with R. Golden, K&E team, YCST team re same (.4).
04/02/25	Dominick Vito Manetta	1.20	Review, analyze pleadings re April 3, 2025 hearing.
04/02/25	Sarah Osborne	4.70	Draft presentation slides for exclusivity hearing (1.6); prepare for exclusivity hearing (3.1).
04/03/25	Bill Arnault, P.C.	1.40	Participate in disclosure statement hearing.
04/03/25	Jeffrey Ross Goldfine	1.50	Attend exclusivity hearing.
04/03/25	Nicole L. Greenblatt, P.C.	5.20	Attend hearing re exclusivity (1.5); prepare for same (3.7).
04/03/25	Maddison Levine	1.50	Attend exclusivity hearing.
04/03/25	Melanie MacKay	1.50	Attend hearing re exclusivity and scheduling issues.
04/03/25	Mark McKane, P.C.	1.40	Participate in exclusivity hearing.
04/03/25	Brian Nakhaimousa	3.00	Attend exclusivity hearing (1.5); prepare for same (1.5).
04/03/25	Sarah Osborne	2.50	Attend hearing re exclusivity (1.5); prepare for same (1.0).
04/03/25	Josh Sussberg, P.C.	4.10	Prepare for hearing on exclusivity and scheduling (2.2); telephone conference with J. Goldstein re same (.1); correspond with N. Greenblatt and team re same (.3); attend exclusivity hearing (1.5).
04/04/25	Josh Sussberg, P.C.	0.10	Correspond with N. Greenblatt re exclusivity hearing.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050121450
Matter Number: 58395-15

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Bill Arnault, P.C.	0.90	Participate in hearing re exclusivity and scheduling.
04/07/25	Julia F. Burnson	1.00	Telephonically attend exclusivity bench ruling to assist and monitor lines for attorneys.
04/07/25	Julia Fletcher	0.90	Telephonically attend hearing re exclusivity motion to assist and monitor lines for attorneys.
04/07/25	Jeffrey Ross Goldfine	1.00	Telephonically attend bench ruling re exclusivity.
04/07/25	Nicole L. Greenblatt, P.C.	1.00	Attend status conference re exclusivity ruling.
04/07/25	Derek I. Hunter	1.00	Participate in hearing re exclusivity.
04/07/25	Maddison Levine	1.00	Attend status conference re exclusivity.
04/07/25	Melanie MacKay	0.70	Telephonically attend exclusivity hearing.
04/07/25	Mark McKane, P.C.	1.00	Participate in hearing re exclusivity extension and scheduling.
04/07/25	Brian Nakhaimousa	0.90	Telephonically attend hearing re exclusivity.
04/16/25	Julia F. Burnson	0.50	Draft pro hac motions for M. Young and B. Nakhaimousa re notice of appearance.
04/17/25	Julia F. Burnson	1.00	Review and revise notice of appearance (.2); draft pro hac vice motions for B. Nakhaimousa and M. Young (.5); draft pro hac vice notice of compliance for B. Nakhaimousa and M. Young (.2); correspond with M. Young re M.D. Florida pro hac pleadings (.1).
04/17/25	Robert Orren	0.30	Correspond with M. Young and B. Nakhaimousa re filing of pro hac vice and notice of appearance.
04/21/25	Sarah Osborne	3.80	Draft presentation for status conference hearing (3.6); correspond with N. Greenblatt re same (.2).
04/22/25	Bill Arnault, P.C.	0.50	Participate in status conference.
04/22/25	Julia F. Burnson	0.50	Telephonically attend settlement status to assist attorneys and monitor lines.
04/22/25	Jeffrey Ross Goldfine	0.50	Telephonically attend settlement status.
04/22/25	Jeffrey Ross Goldfine	0.30	Telephone conference with N. Greenblatt, K&E team, PH team and W&C team re status conference.

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Hearings

Invoice Number: 1050121450
 Matter Number: 58395-15

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/22/25	Nicole L. Greenblatt, P.C.	2.20	Telephonically attend settlement status re amended plan and solicitation schedule (.5); prepare for same (1.7).
04/22/25	Maddison Levine	1.20	Telephonically attend status conference (.5); prepare for same (.7).
04/22/25	Mark McKane, P.C.	0.50	Participate in hearing re status.
04/22/25	Brian Nakhaimousa	1.50	Telephonically attend status conference (.5); prepare for same (1.0).
04/22/25	Sarah Osborne	1.40	Review, revise status conference presentation.
04/23/25	Bill Arnault, P.C.	0.60	Prepare for status conference.
Total		58.60	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121449
Client Matter: 58395-16

In the Matter of Insurance and Surety Matters

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 26,959.50</u>
Total legal services rendered	\$ 26,959.50

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Insurance and Surety Matters

Invoice Number: 1050121449
 Matter Number: 58395-16

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
David Cummings	1.10	1,695.00	1,864.50
Rachel Golden	8.50	1,195.00	10,157.50
Nicole L. Greenblatt, P.C.	2.00	2,595.00	5,190.00
Maddison Levine	0.80	1,465.00	1,172.00
Armando L. Prather	1.00	1,185.00	1,185.00
William T. Pruitt	3.90	1,895.00	7,390.50
TOTALS	17.30		\$ 26,959.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Insurance and Surety Matters

Invoice Number: 1050121449
Matter Number: 58395-16

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Nicole L. Greenblatt, P.C.	2.00	Review, analyze issues re insurance (1.5); conference with W. Pruitt re same (.5).
04/01/25	William T. Pruitt	0.30	Review, analyze lift-stay motion re insurance coverage (.2); correspond with A. Prather, K&E team re same (.1).
04/02/25	David Cummings	0.60	Review, analyze insurance matters reallocated loss adjustment expenses endorsements.
04/02/25	William T. Pruitt	1.20	Review, analyze deductible terms of auto insurance policies (.8); review, analyze policy terms and analysis of same (.2); correspond with D. Cummings and A. Prather re same (.1); correspond with M. Levine, K&E team re same (.1).
04/04/25	David Cummings	0.50	Telephone conference with W. Pruitt, K&E team re insurance updates and next steps.
04/04/25	William T. Pruitt	0.70	Review, analyze lift-stay motions re various insurance issues (.4); telephone conference with M. Levine, K&E team re same (.2); correspond with M. Levine re same (.1).
04/14/25	William T. Pruitt	0.40	Review, analyze D&O insurance and indemnification issues (.3); correspond with B. Arnault re same (.1).
04/23/25	Rachel Golden	4.80	Review, analyze lift stay motion re insurance policies (2.2); review, analyze insurance policies (2.4); correspond with M. Levine, K&E team re same (.2).
04/24/25	Rachel Golden	3.70	Review, analyze lift stay motion re insurance policies (1.4); review, analyze insurance policies (2.1); correspond with M. Levine, K&E team re same (.2).
04/25/25	Armando L. Prather	1.00	Review, analyze insurance policy re settlement.
04/27/25	William T. Pruitt	0.50	Review, analyze D&O insurance claim and related retention issues (.4); telephone conference with M. Levine re same (.1).
04/28/25	Maddison Levine	0.80	Telephone conference with W. Pruitt, K&E team, insurance broker, Company re stay issues, related insurance coverage (.5); review, analyze policies re same (.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Insurance and Surety Matters

Invoice Number: 1050121449
Matter Number: 58395-16

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/28/25	William T. Pruitt	0.80	Review, analyze franchise claim and related insurance and retention issues (.6); telephone conference with Company re same (.2).
Total		17.30	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121448
Client Matter: 58395-17

In the Matter of Utilities

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 968.00</u>
Total legal services rendered	\$ 968.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Utilities

Invoice Number: 1050121448
Matter Number: 58395-17

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Julia Fletcher	1.10	880.00	968.00
TOTALS	1.10		\$ 968.00

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Utilities

Invoice Number: 1050121448
 Matter Number: 58395-17

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/03/25	Julia Fletcher	0.20	Correspond with M. Young, K&E team re utility provider outreach (.1); correspond with Alix team re same (.1).
04/08/25	Julia Fletcher	0.90	Draft correspondence for utility provider re notice of abandonment.
Total		1.10	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050121447
Client Matter: 58395-18

In the Matter of Tax Matters

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	\$ 71,807.00
Total legal services rendered	\$ 71,807.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050121447
Matter Number: 58395-18

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Advani	22.30	1,095.00	24,418.50
Kai Michael Fenty	5.20	925.00	4,810.00
Maddison Levine	1.40	1,465.00	2,051.00
Maddison Malone Riddick	0.80	1,525.00	1,220.00
Anthony Vincenzo Sexton, P.C.	3.00	2,075.00	6,225.00
Nicholas Warther	17.80	1,825.00	32,485.00
Mary Catherine Young	0.50	1,195.00	597.50
TOTALS	51.00		\$ 71,807.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050121447
Matter Number: 58395-18

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Matt Advani	4.10	Review, analyze chapter 11 plan re tax considerations (2.6); draft summary re same (1.3); correspond with K. Fenty re same (.2).
04/01/25	Kai Michael Fenty	1.60	Draft summary re chapter 11 plan tax considerations.
04/01/25	Anthony Vincenzo Sexton, P.C.	0.20	Correspond with K. Fenty, K&E team re chapter 11 plan tax considerations.
04/01/25	Nicholas Warther	1.50	Review and revise asset purchase agreement re tax considerations (.6); review and analyze chapter 11 plan re tax considerations (.9).
04/02/25	Matt Advani	0.30	Correspond with N. Warther, K&E team re tax issues re intercompany claims.
04/02/25	Anthony Vincenzo Sexton, P.C.	0.50	Review and revise asset purchase agreement re tax considerations (.3); correspond with N. Warther, K&E team re plan modeling issues and related tax considerations (.2).
04/02/25	Nicholas Warther	0.50	Review and analyze chapter 11 plan re tax considerations.
04/03/25	Matt Advani	1.20	Draft summary re tax issues re chapter 11 plan.
04/03/25	Anthony Vincenzo Sexton, P.C.	0.30	Review and revise asset purchase agreement re tax considerations.
04/04/25	Nicholas Warther	1.00	Review and revise asset purchase agreement re tax considerations (.6); correspond with K. Huang re same (.4).
04/05/25	Nicholas Warther	0.90	Review and revise asset purchase agreement re tax considerations.
04/06/25	Nicholas Warther	2.50	Review and revise asset purchase agreement re tax considerations (1.2); correspond with A. Ruiz, counsel for purchaser re same (.5); review and analyze issues re same (.8).
04/07/25	Kai Michael Fenty	0.30	Review and analyze disclosure statement re tax considerations.
04/07/25	Anthony Vincenzo Sexton, P.C.	0.60	Correspond with N. Warther, K&E team re asset purchase agreement tax considerations (.4); correspond with N. Warther, K&E team re tax claim issues (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050121447
Matter Number: 58395-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Nicholas Warther	2.50	Review and analyze tax refunds claims (.8); correspond with EY team re same (.5); review and revise asset purchase agreement re tax considerations (.8); correspond with Ducera team re same (.4).
04/08/25	Matt Advani	0.50	Review, revise restructuring transactions memorandum.
04/08/25	Maddison Levine	0.80	Research re tax refund issue (.4); correspond with Company re same (.2); correspond with claimants re late-filed PoCs (.2).
04/08/25	Anthony Vincenzo Sexton, P.C.	0.30	Correspond with N. Warther, K&E team re asset purchase agreement re tax considerations.
04/08/25	Nicholas Warther	1.20	Correspond with S. OHargan, K&E team re asset purchase agreement tax considerations (.8); review and revise tax disclosures re asset purchase agreement (.4).
04/09/25	Matt Advani	5.30	Review, revise restructuring transactions memorandum re tax issues (3.8); correspond with K. Fenty re same (.2); further review, revise restructuring transactions memorandum (1.3).
04/09/25	Kai Michael Fenty	0.90	Review and revise tax modeling presentation.
04/09/25	Anthony Vincenzo Sexton, P.C.	0.60	Review, analyze asset purchase agreement re tax considerations.
04/09/25	Nicholas Warther	1.70	Review and revise asset purchase agreement re tax considerations (1.4); correspond with K. Huang, K&E team re same (.3).
04/10/25	Nicholas Warther	0.90	Review and revise asset purchase agreement re tax considerations (.6); correspond with K. Huang, K&E team re same (.3).
04/11/25	Kai Michael Fenty	1.00	Review and analyze issues re tax modeling re asset sale.
04/11/25	Anthony Vincenzo Sexton, P.C.	0.20	Review, analyze asset purchase agreement re tax considerations.
04/11/25	Nicholas Warther	0.30	Correspond with K. Huang, K&E team re asset purchase agreement re tax considerations.
04/15/25	Matt Advani	0.30	Correspond with M. Levine, K&E team re tax considerations re chapter 11 plan.
04/15/25	Nicholas Warther	0.70	Review and analyze amended chapter 11 plan re tax considerations.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050121447
Matter Number: 58395-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/18/25	Matt Advani	1.90	Review, revise tax modeling materials and restructuring transactions memorandum.
04/18/25	Kai Michael Fenty	1.40	Review, revise tax modeling materials.
04/18/25	Maddison Malone Riddick	0.80	Research re taxation issues.
04/18/25	Nicholas Warther	0.50	Review and analyze settlement term sheet re tax considerations.
04/19/25	Matt Advani	1.00	Review, revise tax model and restructuring transactions memorandum re chapter 11 plan.
04/20/25	Matt Advani	0.30	Review, revise tax modeling materials and restructuring transactions memorandum re chapter 11 plan.
04/20/25	Nicholas Warther	0.70	Review and analyze chapter 11 plan re tax considerations and restructuring transactions memorandum.
04/21/25	Anthony Vincenzo Sexton, P.C.	0.30	Review and analyze tax issues re asset purchase agreement.
04/21/25	Nicholas Warther	0.50	Review and analyze chapter 11 plan re tax considerations.
04/22/25	Matt Advani	0.40	Correspond with N. Warther, K&E team re restructuring transactions memorandum.
04/22/25	Nicholas Warther	0.20	Review and revise restructuring transactions memorandum.
04/24/25	Matt Advani	0.70	Draft summary re restructuring transactions memorandum.
04/24/25	Nicholas Warther	0.10	Correspond with M. Levine, K&E team re tax documents for restructuring transactions.
04/28/25	Matt Advani	2.70	Correspond with N. Warther and K&E team re restructuring transactions memorandum and tax modeling materials (.7); review, revise same (1.7); correspond with K. Huang and C. Li (.3).
04/28/25	Maddison Levine	0.60	Review, analyze tax modeling issues (.4); correspond with Company re same (.2).
04/28/25	Nicholas Warther	0.30	Review and analyze tax modeling considerations.
04/28/25	Mary Catherine Young	0.50	Correspond with Company, M. Levine re tax audit issue.
04/29/25	Matt Advani	0.60	Correspond with N. Warther and K&E team re restructuring transactions memorandum, tax modeling materials (.2); review, revise same (.4).

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Tax Matters

Invoice Number: 1050121447
 Matter Number: 58395-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/29/25	Nicholas Warther	0.70	Review and analyze taxing authority issue re asset purchase agreement.
04/30/25	Matt Advani	3.00	Correspond with N. Warther and K&E team re restructuring transactions memorandum (.8); revise same, tax modeling materials (2.2).
04/30/25	Nicholas Warther	1.10	Review and revise restructuring transactions memorandum (.6); correspond with M. Levine, K&E team re same (.5).
Total		51.00	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050121446
Client Matter: 58395-19

In the Matter of Case Administration

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 195,940.50</u>
Total legal services rendered	\$ 195,940.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	3.70	2,015.00	7,455.50
Michael Beauchamp	3.10	1,065.00	3,301.50
Ziv Ben-Shahar	5.30	1,195.00	6,333.50
Sloane Bessey	5.00	1,065.00	5,325.00
Jacob E. Black	2.20	1,375.00	3,025.00
Julia F. Burnson	8.40	685.00	5,754.00
Caroline Buthe	5.70	880.00	5,016.00
Jacqueline Cloutier	1.40	1,375.00	1,925.00
Aislinn Comiskey	6.30	880.00	5,544.00
James B. Dickson	3.00	1,815.00	5,445.00
Julia Fletcher	6.00	880.00	5,280.00
Rachel Golden	8.30	1,195.00	9,918.50
Jeffrey Ross Goldfine	2.80	1,745.00	4,886.00
Nicole L. Greenblatt, P.C.	3.10	2,595.00	8,044.50
Grace Hartnett	1.00	1,025.00	1,025.00
Derek I. Hunter	5.90	1,735.00	10,236.50
Sarah Jones	3.60	880.00	3,168.00
Constantina Leodis	1.10	1,195.00	1,314.50
Maddison Levine	11.60	1,465.00	16,994.00
Drew Maliniak	2.50	1,725.00	4,312.50
Dominick Vito Manetta	12.30	880.00	10,824.00
Mark McKane, P.C.	2.70	2,265.00	6,115.50
Brian Messing	4.50	1,065.00	4,792.50
Brian Nakhaimousa	9.70	1,465.00	14,210.50
Shawn OHargan, P.C.	1.50	2,295.00	3,442.50
Sarah Osborne	6.40	1,065.00	6,816.00
Joshua Raphael	6.30	1,195.00	7,528.50
Michael A. Sloman	3.80	1,375.00	5,225.00
Josh Sussberg, P.C.	1.60	2,595.00	4,152.00
Ishaan G. Thakran	1.00	1,065.00	1,065.00
Samantha Tidwell	0.50	1,025.00	512.50
Luz Tur-Sinai Gozal	3.30	880.00	2,904.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Quin Wetzel	5.00	1,065.00	5,325.00
Mary Catherine Young	7.30	1,195.00	8,723.50
TOTALS	155.90		\$ 195,940.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Bill Arnault, P.C.	0.30	Telephone conference with M. Levine, K&E team, Ducera, Alix re case status.
04/01/25	Michael Beauchamp	0.80	Telephone conference with M. Levine, K&E team re case status, work in process.
04/01/25	Ziv Ben-Shahar	0.80	Telephone conference with B. Nakhaimousa, K&E team re case status, work in process.
04/01/25	Ziv Ben-Shahar	0.70	Telephone conference with M. Levine, K&E team re case status, work in process.
04/01/25	Sloane Bessey	0.80	Conference with M. Levine, K&E team re work in process.
04/01/25	Jacob E. Black	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
04/01/25	Julia F. Burnson	0.70	Telephone conference with M. Levine, K&E team re work in process.
04/01/25	Caroline Buthe	0.60	Conference with B. Nakhaimousa, K&E team re work in process.
04/01/25	Aislinn Comiskey	0.60	Conference with M. Levine, K&E team re work in process.
04/01/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company advisors re work in process.
04/01/25	Julia Fletcher	0.60	Conference with M. Levine, K&E team re work in process.
04/01/25	Jeffrey Ross Goldfine	0.70	Telephone conference with Company, M. Levine, K&E team re case status, work in process (.4); telephone conference with M. Levine, K&E team re same (.3).
04/01/25	Sarah Jones	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
04/01/25	Maddison Levine	1.40	Telephone conference with B. Nakhaimousa, K&E team re work in process (.7); review, analyze summary re same (.2); telephone conference with YCST, Ducera, Alix, B. Nakhaimousa, K&E team re case status, open items (.5).
04/01/25	Drew Maliniak	0.50	Conference with M. Levine, K&E team, Company advisors re work in process.
04/01/25	Dominick Vito Manetta	1.80	Draft, revise work in process summary (1.3); telephone conference with M. Levine, K&E team re same (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Mark McKane, P.C.	0.50	Telephone conference with M. Levine, K&E team, Company advisors re case status.
04/01/25	Brian Messing	0.40	Conference with M. Levine, K&E team re work in process.
04/01/25	Brian Nakhaimousa	0.30	Conference with Ducera team, M. Levine, K&E team, Alix team re case status, next steps.
04/01/25	Brian Nakhaimousa	1.10	Conference with M. Levine, K&E team re work in process, next steps (.7); correspond with M. Levine, K&E team re same (.4).
04/01/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team re work in process (partial).
04/01/25	Joshua Raphael	0.70	Conference with M. Levine, K&E team re work in process.
04/01/25	Michael A. Sloman	0.70	Conference with M. Levine, K&E team re case status, work in process.
04/01/25	Josh Sussberg, P.C.	0.30	Telephone conference with Company re case status (.2); correspond with Company re same (.1).
04/01/25	Samantha Tidwell	0.50	Draft key events chronology.
04/01/25	Luz Tur-Sinai Gozal	0.50	Conference with B. Nakhaimousa, K&E team re case status, work in process.
04/01/25	Quin Wetzel	0.70	Telephone conference with B. Nakhaimousa, K&E team re work in process.
04/01/25	Mary Catherine Young	0.60	Conference with M. Levine, K&E team re work in process.
04/03/25	Sloane Bessey	0.20	Correspond with M. Levine, K&E team re case status, work in process.
04/03/25	Julia F. Burnson	0.30	Compile, analyze recently filed pleadings.
04/03/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company advisors re work in process.
04/03/25	Derek I. Hunter	2.00	Review, analyze issues re same (1.0); review, revise plan term sheet re same (1.0).
04/03/25	Dominick Vito Manetta	0.60	Draft, revise work in process summary.
04/04/25	Michael Beauchamp	0.50	Telephone conference with M. Levine, K&E team re case status, work in process.
04/04/25	Ziv Ben-Shahar	1.00	Review, revise summaries re work in process (.5); telephone conference with M. Levine, K&E team re case status, work in process (.5).
04/04/25	Sloane Bessey	0.50	Conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Jacob E. Black	0.40	Conference with M. Levine, K&E team re work in process.
04/04/25	Caroline Buthe	0.50	Telephone conference with M. Levine, K&E team re case status, work in process.
04/04/25	Aislinn Comiskey	0.20	Conference with M. Levine, K&E team re work in process (partial).
04/04/25	Julia Fletcher	0.50	Conference with M. Levine, K&E team re work in process (.5).
04/04/25	Nicole L. Greenblatt, P.C.	0.70	Telephone conference with Company, D. Hunter, K&E team, Company re case status, open items (.5); prepare for same (.2).
04/04/25	Maddison Levine	0.80	Telephone conference with B. Nakhaimousa, K&E team re work in process (.5); review, analyze summary re same (.3).
04/04/25	Dominick Vito Manetta	1.10	Draft, revise work in process summary (.6); telephone conference with M. Levine, K&E team re case status, next steps (.5).
04/04/25	Brian Messing	0.40	Conference with M. Levine, K&E team re work in process.
04/04/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team re work in process.
04/04/25	Joshua Raphael	0.50	Telephone conference with M. Levine, K&E team re work in process.
04/04/25	Michael A. Sloman	0.50	Telephone conference with M. Levine, K&E team re case status, work in process.
04/04/25	Ishaan G. Thakran	0.50	Conference with M. Levine, K&E team re case status, work in process.
04/04/25	Luz Tur-Sinai Gozal	0.50	Conference with B. Nakhaimousa, K&E team re case status, work in process.
04/04/25	Quin Wetzel	0.70	Telephone conference with M. Levine, K&E team re work in process (.5); correspond with D. Manetta, K&E team re same (.2).
04/04/25	Mary Catherine Young	0.50	Conference with M. Levine, K&E team re work in process.
04/07/25	Bill Arnault, P.C.	1.40	Telephone conference with J. Goldfine, K&E team re case status (.2); telephone conferences with M. McKane, K&E team re same (.6); conference with M. Levine, K&E team, Company advisors re same (.1); telephone conference with M. Levine, K&E team, 1L advisors re same (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Ziv Ben-Shahar	0.50	Conference with M. Levine, K&E team re case status, work in process.
04/07/25	Julia F. Burnson	0.90	Compile, analyze recently filed pleadings.
04/07/25	Aislinn Comiskey	0.30	Conference with M. Levine, K&E team, YCST team, Alix team, Ducera team re case strategy, work in process.
04/07/25	James B. Dickson	0.40	Telephone conference with M. Levine, K&E team, Company advisors re work in process.
04/07/25	Julia Fletcher	0.40	Conference with M. Levine, K&E team, Ducera team, Alix team and YCST team re work in process, next steps.
04/07/25	Jeffrey Ross Goldfine	0.40	Telephone conference with Company, Company advisors re case status, work in process.
04/07/25	Nicole L. Greenblatt, P.C.	0.50	Telephone conference with M. Levine, K&E team, Company advisors re case status, open items.
04/07/25	Maddison Levine	0.50	Telephone conference with B. Nakhaimousa, K&E team, Company advisors re case status, open items.
04/07/25	Dominick Vito Manetta	0.60	Draft, revise work in process summary (.3); telephone conference with M. Levine, K&E team, YCST team, Alix team, Ducera team re case strategy, work in process (.3).
04/07/25	Brian Nakhaimousa	0.40	Conference with Alix, Ducera, YCST teams, M. Levine, K&E team re case status, work in process.
04/07/25	Brian Nakhaimousa	0.80	Conference with AlixPartners, M. Levine, K&E team re status, next steps, check in (.5); conference with N. Greenblatt, K&E team re status, next steps (.3).
04/07/25	Sarah Osborne	0.80	Telephone conference with D. Hunter, K&E teams, PH team, Akin team re case status, work in process (.4); telephone conference with Alix team, Ducera team, M. Levine, K&E team re case status, work in process (.4).
04/07/25	Joshua Raphael	0.60	Conference with M. Levine, K&E team, Company and lender advisors re case status, next steps (.5); conference with Alix team, YCST team, M. Levine, K&E team re work in process (partial) (.1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Michael A. Sloman	0.40	Telephone conference with M. Levine, K&E team, Alix team, YCST team re case status, next steps.
04/07/25	Ishaan G. Thakran	0.50	Conference with M. Levine, K&E team, Alix team, YCST team re case status, next steps.
04/07/25	Quin Wetzel	0.50	Telephone conference with M. Levine, K&E team, Alix team, YCST team re work in process.
04/07/25	Mary Catherine Young	0.50	Conference with M. Levine, K&E team, Alix team, YCST team re work in process.
04/08/25	Bill Arnault, P.C.	0.50	Telephone conference with Company re case status.
04/08/25	Sloane Bessey	0.70	Conference with M. Levine, K&E team re work in process.
04/08/25	Jacob E. Black	0.60	Conference with M. Levine, K&E team re work in process.
04/08/25	Julia F. Burnson	1.20	Telephone conference with M. Levine, K&E team re work in process (.7); compile, analyze recently filed pleadings (.5).
04/08/25	Caroline Buthe	0.70	Telephone conference with M. Levine, K&E team re work in process.
04/08/25	Aislinn Comiskey	0.70	Conference with M. Levine, K&E team re work in process.
04/08/25	Julia Fletcher	0.60	Conference with M. Levine, K&E team re work in process.
04/08/25	Rachel Golden	0.60	Conference with M. Levine, K&E team re case status, work in process.
04/08/25	Jeffrey Ross Goldfine	0.50	Telephone conference with Company, M. Levine, K&E team re work in process (partial).
04/08/25	Sarah Jones	0.70	Conference with B. Nakhaimousa, K&E team re work in process.
04/08/25	Maddison Levine	1.40	Telephone conference with Company, D. Hunter, K&E team, Company advisors re case status, open items (.5); telephone conference with B. Nakhaimousa, K&E team re work in process (.6); review, analyze summary re same (.3).
04/08/25	Dominick Vito Manetta	0.90	Draft, revise work in process summary (.5); conference with M. Levine, K&E team re work in process (.4).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/08/25	Mark McKane, P.C.	0.80	Conference with M. Levine, K&E team, Company and Company advisors re case strategy.
04/08/25	Brian Messing	0.60	Conference with M. Levine, K&E team re work in process.
04/08/25	Brian Nakhaimousa	1.10	Telephone conference with Company, D. Hunter, K&E team, Company advisors re case status, open items (.5); telephone conference with M. Levine, K&E team re work in process (.6).
04/08/25	Shawn OHargan, P.C.	1.00	Telephone conference with M. Levine, K&E team, Ducera team, Alix team re work in process (.7); prepare for same (.3).
04/08/25	Sarah Osborne	0.60	Telephone conference with M. Levine, K&E team re work in process.
04/08/25	Joshua Raphael	0.60	Conference with M. Levine, K&E team re work in process.
04/08/25	Michael A. Sloman	0.60	Conference with M. Levine, K&E team re case status, work in process.
04/08/25	Luz Tur-Sinai Gozal	0.60	Conference with M. Levine, K&E team re case status, work in process.
04/08/25	Quin Wetzel	0.60	Telephone conference with B. Nakhaimousa, K&E team re work in process.
04/08/25	Mary Catherine Young	0.60	Conference with M. Levine, K&E team re work in process.
04/09/25	Bill Arnault, P.C.	0.20	Telephone conference with M. McKane, K&E team re case status.
04/09/25	Sloane Bessey	0.20	Correspond with M. Levine, K&E team re work in process.
04/09/25	Julia F. Burnson	0.20	Compile, analyze recently filed pleadings.
04/09/25	Grace Hartnett	1.00	Conference with Company, B. Arnault, K&E team re case status.
04/10/25	Bill Arnault, P.C.	0.40	Telephone conference with N. Greenblatt, K&E team, Company advisors re case status.
04/10/25	Bill Arnault, P.C.	0.40	Telephone conference with Company, D. Hunter, K&E team, Company advisors re case status, priority items.
04/10/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company advisors re work in process.
04/10/25	Jeffrey Ross Goldfine	0.40	Telephone conference with Company, D. Hunter, K&E team re case status, work in process.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/10/25	Nicole L. Greenblatt, P.C.	0.50	Telephone conference with M. Levine, K&E team, Company, Company advisors re case updates.
04/10/25	Derek I. Hunter	1.00	Telephone conference with Company, Company advisors, M. Levine, K&E team re case strategy, plan issues, deal status, next steps.
04/10/25	Constantina Leodis	0.40	Telephone conference with M. Levine, K&E team, Company advisors re work in process.
04/10/25	Maddison Levine	0.90	Telephone conference with Company, D. Hunter, K&E team, Company advisors re case status, open items.
04/10/25	Drew Maliniak	1.00	Conference with M. Levine, K&E team, Company, Company advisors re case status, global settlement.
04/10/25	Mark McKane, P.C.	0.90	Telephone conference with M. Levine, K&E team, Company, Company advisors re case status, open items.
04/10/25	Brian Nakhaimousa	0.90	Telephone conference with M. Levine, K&E team, Company, Company advisors re case status, open items.
04/11/25	Julia F. Burnson	0.80	Telephone conference with M. Levine, K&E team re work in process.
04/11/25	Caroline Buthe	0.80	Telephone conference with M. Levine, K&E team re case status, work in process.
04/11/25	Aislinn Comiskey	0.70	Conference with M. Levine, K&E teams re work in process.
04/11/25	Julia Fletcher	0.70	Conference with M. Levine, K&E team, re work in process.
04/11/25	Sarah Jones	0.70	Conference with B. Nakhaimousa, K&E team re work in process.
04/11/25	Maddison Levine	0.50	Telephone conference with B. Nakhaimousa, K&E team re work in process, open items.
04/11/25	Dominick Vito Manetta	1.00	Draft, revise work in process summary (.3); telephone conference with M. Levine, K&E team re same (.7).
04/11/25	Brian Messing	0.70	Conference with M. Levine, K&E team re work in process.
04/11/25	Brian Nakhaimousa	0.50	Telephone conference with M. Levine, K&E team re work in process, next steps.
04/11/25	Sarah Osborne	0.80	Telephone conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/11/25	Joshua Raphael	0.70	Conference with M. Levine, K&E team re work in process.
04/11/25	Josh Sussberg, P.C.	0.60	Telephone conference with J. Goldstein re case status (.2); telephone conference with N. Greenblatt re same (.1); telephone conference with N. Greenblatt re next steps (.1); telephone conference with director re case status (.1); correspond with Company re same (.1).
04/11/25	Josh Sussberg, P.C.	0.60	Telephone conference with lender advisors and UCC advisors re next steps (.5); correspond with lender advisors re same, management access (.1).
04/11/25	Quin Wetzel	0.50	Telephone conference with B. Nakhaimousa, K&E team re work in process.
04/11/25	Mary Catherine Young	0.70	Conference with M. Levine, K&E team re work in process.
04/14/25	Caroline Buthe	0.50	Telephone conference with M. Levine, K&E team, Alix team, YCST team re case status, work in process.
04/14/25	Jacqueline Cloutier	0.40	Conference with M. Levine, K&E team, Company advisors re work in process (partial).
04/14/25	Aislinn Comiskey	0.50	Conference with M. Levine, K&E team, YCST team, Alix team, Ducera team re work in process.
04/14/25	James B. Dickson	0.30	Telephone conference with M. Levine, K&E team, Company advisors re work in process (partial).
04/14/25	Nicole L. Greenblatt, P.C.	0.90	Telephone conference with M. Levine, K&E team, Company advisors re case status, open items (.5); prepare for same (.4).
04/14/25	Maddison Levine	0.50	Telephone conference with B. Nakhaimousa, K&E team, Company advisors re case status, open items.
04/14/25	Sarah Osborne	0.50	Telephone conference with Alix team, M. Levine, K&E team, YCST team re case status and work in process.
04/14/25	Joshua Raphael	0.30	Telephone conference with M. Levine, K&E team, Alix, Ducera teams re case status and next steps.
04/14/25	Quin Wetzel	0.50	Telephone conference with M. Levine, K&E team, Company advisors re work in process.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/15/25	Bill Arnault, P.C.	0.50	Telephone conference with M. Levine, K&E team, Company, Company advisors re status, settlement.
04/15/25	Ziv Ben-Shahar	0.70	Conference with M. Levine, K&E team re case status, next steps (.5); prepare for same (.2).
04/15/25	Sloane Bessey	0.50	Conference with M. Levine, K&E team re work in process.
04/15/25	Julia F. Burnson	0.50	Telephone conference with M. Levine, K&E team re work in process.
04/15/25	Aislinn Comiskey	0.50	Conference with M. Levine, K&E team re work in process.
04/15/25	Julia Fletcher	0.50	Conference with M. Levine, K&E team re work in process.
04/15/25	Jeffrey Ross Goldfine	0.50	Telephone conference with Company, M. Levine, K&E team re case status and work in process.
04/15/25	Derek I. Hunter	2.00	Telephone conference with M. Levine, K&E team, Company, Company advisors re case strategy, deal status, plan issues, next steps (.6); review, analyze materials re same (1.4).
04/15/25	Maddison Levine	1.60	Telephone conference with D. Hunter, K&E team, Company, Company advisors re case status, open items (.6); telephone conference with B. Nakhaimousa, K&E team re work in process (.6); review, analyze summary re same (.4).
04/15/25	Drew Maliniak	0.50	Conference with M. Levine, K&E team, Company re case update, work in process.
04/15/25	Dominick Vito Manetta	0.90	Draft, revise work in process summary (.4); telephone conference with M. Levine, K&E team re same (.5).
04/15/25	Brian Messing	0.50	Conference with M. Levine, K&E team re work in process.
04/15/25	Brian Nakhaimousa	0.60	Telephone conference with M. Levine, K&E team re work in process (.5); prepare for same (.1).
04/15/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team re work in process.
04/15/25	Joshua Raphael	0.50	Telephone conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending April 30, 2025
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Case Administration

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Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/15/25	Luz Tur-Sinai Gozal	0.40	Conference with M. Levine, K&E team re case status, next steps.
04/15/25	Quin Wetzel	0.50	Telephone conference with M. Levine, K&E team re work in process.
04/15/25	Mary Catherine Young	1.30	Conference with M. Levine, K&E team re work in process (.5); review, revise summary re same (.8).
04/17/25	Sloane Bessey	0.10	Correspond with M. Levine, K&E team re work in process, case status.
04/17/25	Jacqueline Cloutier	0.50	Conference with M. Levine, K&E team, Company advisors re case update, work in process.
04/17/25	James B. Dickson	0.30	Telephone conference with M. Levine, K&E team, Company advisors re work in process (partial).
04/17/25	Rachel Golden	5.70	Review, analyze work in process (2.2); draft summary re same (2.7); correspond with M. Levine, K&E team re same, case status, work in process (.8).
04/17/25	Derek I. Hunter	0.90	Telephone conference with M. Levine, K&E team, Company, Company advisors re settlement (.6); prepare for same (.3).
04/17/25	Maddison Levine	0.60	Telephone conference with D. Hunter, K&E team, Company advisors re case status, open items.
04/18/25	Sloane Bessey	0.70	Conference with M. Levine, K&E team re work in process.
04/18/25	Jacob E. Black	0.70	Conference with B. Nakhaimousa, K&E team re work in process.
04/18/25	Caroline Buthe	0.70	Telephone conference with M. Levine, K&E team re case status, work in process.
04/18/25	Aislinn Comiskey	0.70	Conference with M. Levine, K&E team re work in process.
04/18/25	Julia Fletcher	0.70	Conference with M. Levine, K&E team re work in process.
04/18/25	Sarah Jones	0.70	Conference with B. Nakhaimousa, K&E team re work in process.
04/18/25	Dominick Vito Manetta	0.70	Review, revise work in process summary (.1); telephone conference with M. Levine, K&E team re work in process (.6).
04/18/25	Brian Messing	0.60	Conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

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Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/18/25	Brian Nakhaimousa	0.50	Conference with M. Levine re work in process, next steps (partial).
04/18/25	Sarah Osborne	0.60	Telephone conference with M. Levine, K&E team re case status, work in process.
04/18/25	Joshua Raphael	0.60	Telephone conference with M. Levine, K&E team re work in process.
04/18/25	Michael A. Sloman	0.60	Telephone conference with M. Levine, K&E team re case status, work in process.
04/18/25	Mary Catherine Young	0.60	Conference with M. Levine, K&E team re work in process.
04/19/25	Josh Sussberg, P.C.	0.10	Telephone conference with Company re case status.
04/21/25	Ziv Ben-Shahar	0.30	Conference with M. Levine, K&E team, Alix, Ducera teams re case status, work in process.
04/21/25	Caroline Buthe	0.30	Telephone conference with M. Levine, K&E team, Alix team, Ducera team re case status, work in process.
04/21/25	Aislinn Comiskey	0.30	Conference with M. Levine, K&E team, YCST team, Alix team, Ducera team re work in process.
04/21/25	Julia Fletcher	0.30	Conference with M. Levine, K&E team, YCST team, Alix team re work in process.
04/21/25	Rachel Golden	1.30	Correspond with M. Levine, K&E team re work in process (.3); draft summary re same (1.0).
04/21/25	Dominick Vito Manetta	0.60	Review, revise work in process summary (.3); telephone conference with M. Levine, K&E team, YCST team, Alix team, re case updates, work in process (.3).
04/21/25	Mark McKane, P.C.	0.50	Telephone conference with M. Levine, K&E team, Company advisors re case update (.3); prepare for same (.2).
04/21/25	Shawn OHargan, P.C.	0.50	Telephone conference with M. Levine, K&E team, Company, Company advisors re case status, open items (.3); prepare for same (.2).
04/21/25	Sarah Osborne	0.30	Telephone conference with M. Levine, K&E team, Alix team, Company advisors re case updates, work in process.
04/22/25	Michael Beauchamp	0.50	Telephone conference with M. Levine, K&E team re case status, work in process.
04/22/25	Ziv Ben-Shahar	0.50	Conference with B. Nakhaimousa, K&E team re case status, work in process.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/22/25	Sloane Bessey	0.50	Conference with M. Levine, K&E team re work in process.
04/22/25	Julia F. Burnson	0.80	Compile, analyze recently filed pleadings (.3); telephone conference with M. Levine, K&E team re work in process (.5).
04/22/25	Caroline Buthe	0.50	Conference with M. Levine, K&E team re case status, work in process.
04/22/25	Aislinn Comiskey	0.50	Conference with M. Levine, K&E team re work in process.
04/22/25	Julia Fletcher	0.50	Conference with M. Levine, K&E team re work in process.
04/22/25	Rachel Golden	0.40	Conference with M. Levine, K&E team re work in process.
04/22/25	Nicole L. Greenblatt, P.C.	0.50	Telephone conference with M. Levine, K&E team, Company, Company advisors re case status and updates.
04/22/25	Sarah Jones	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
04/22/25	Maddison Levine	0.50	Telephone conference with B. Nakhaimousa, K&E team re work in process.
04/22/25	Dominick Vito Manetta	1.10	Telephone conference with M. Levine, K&E team re work in process (.5); draft, revise work in process summary (.6).
04/22/25	Brian Messing	0.50	Conference with M. Levine, K&E team re work in process.
04/22/25	Brian Nakhaimousa	1.40	Conference with M. Levine, K&E team re work in process, next steps (.5); review, revise work in process tracker re same (.9).
04/22/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team re work in process.
04/22/25	Joshua Raphael	0.50	Conference with Company, M. Levine, K&E team, Company advisors re work in process.
04/22/25	Luz Tur-Sinai Gozal	0.50	Conference with M. Levine, K&E team re work in process.
04/22/25	Mary Catherine Young	0.50	Conference with M. Levine, K&E team re work in process.
04/23/25	Julia Fletcher	0.40	Review, analyze correspondence re case updates.
04/23/25	Rachel Golden	0.30	Coordinate, manage Company calendar invitations re case milestones.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/23/25	Dominick Vito Manetta	0.40	Draft, revise work in process summary (.2); review, analyze correspondence re same (.2).
04/24/25	Jeffrey Ross Goldfine	0.30	Telephone conference with D. Hunter, K&E team, Company and Company advisors re case status, work in process.
04/24/25	Maddison Levine	1.40	Telephone conference with YCST re case status, open items (.9); prepare for same (.5).
04/25/25	Michael Beauchamp	0.80	Telephone conference with M. Levine, K&E team re case status, work in process (.3); draft summary re same (.4); correspond with J. Raphael re same (.1).
04/25/25	Ziv Ben-Shahar	0.30	Conference with M. Levine, K&E team re case status, work in process.
04/25/25	Sloane Bessey	0.30	Conference with M. Levine, K&E team re work in process.
04/25/25	Julia F. Burnson	1.20	Telephone conference with M. Levine, K&E team re work in process (.3); compile, analyze recently filed pleadings (.9).
04/25/25	Aislinn Comiskey	0.30	Conference with M. Levine, K&E team re work in process.
04/25/25	Julia Fletcher	0.30	Conference with M. Levine, K&E team re work in process.
04/25/25	Dominick Vito Manetta	0.70	Review, revise work in process summary (.4); telephone conference with M. Levine, K&E team re same (.3).
04/25/25	Brian Messing	0.30	Conference with M. Levine, K&E team re work in process.
04/25/25	Sarah Osborne	0.30	Telephone conference with M. Levine, K&E team re case status, next steps.
04/25/25	Joshua Raphael	0.30	Conference with M. Levine, K&E team re work in process.
04/25/25	Luz Tur-Sinai Gozal	0.30	Conference with B. Nakhaimousa, K&E team re work in process.
04/25/25	Mary Catherine Young	0.30	Conference with M. Levine, K&E team re work in process.
04/28/25	Julia F. Burnson	0.50	Compile, analyze recently filed pleadings.
04/28/25	Caroline Buthe	0.50	Telephone conference with M. Levine, YCST team, Alix team re case status, work in process.
04/28/25	Jacqueline Cloutier	0.50	Conference with M. Levine, K&E team, Company advisors re case update.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/28/25	Aislinn Comiskey	0.50	Conference with M. Levine, K&E team, Alix team, YCST team, Ducera team re work in process.
04/28/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company, Company advisors re work in process.
04/28/25	Maddison Levine	0.80	Draft summary re case management, ongoing workstreams (.5); correspond and conference with B. Nakhaimousa, K&E team, YCST re same (.3).
04/28/25	Drew Maliniak	0.50	Conference with M. Levine, K&E team re case update.
04/28/25	Dominick Vito Manetta	0.50	Telephone conference with M. Levine, K&E team, YCST team, Alix team, Ducera team re case status, work in process.
04/28/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team, Alix, Ducera teams re case updates, work in process.
04/28/25	Joshua Raphael	0.50	Telephone conference with M. Levine, K&E team, Alix, Ducera teams re case status, work in process.
04/28/25	Michael A. Sloman	0.50	Telephone conference with M. Levine, K&E team, Company advisors re case status, work in process.
04/28/25	Quin Wetzel	0.50	Telephone conference with M. Levine, K&E team, YCST team, Alix team re work in process.
04/28/25	Mary Catherine Young	0.50	Conference with M. Levine, K&E team, Alix team, YCST team re work in process.
04/29/25	Michael Beauchamp	0.50	Telephone conference with M. Levine, K&E team re work in process.
04/29/25	Ziv Ben-Shahar	0.50	Conference with M. Levine, K&E team re case updates.
04/29/25	Sloane Bessey	0.50	Conference with M. Levine, K&E team re work in process.
04/29/25	Julia F. Burnson	0.50	Telephone conference with M. Levine, K&E team re work in process.
04/29/25	Caroline Buthe	0.60	Conference with M. Levine, K&E team re case status.
04/29/25	Aislinn Comiskey	0.50	Conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050121446
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/29/25	Julia Fletcher	0.50	Conference with M. Levine, K&E team re work in process.
04/29/25	Sarah Jones	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
04/29/25	Maddison Levine	0.70	Telephone conference with B. Nakhaimousa, K&E team re work in process, next steps (.5); prepare for same (.2).
04/29/25	Dominick Vito Manetta	1.40	Draft, revise work in process summary (.9); conference with M. Levine, K&E team re work in process (.5).
04/29/25	Brian Messing	0.50	Conference with M. Levine, K&E team re work in process.
04/29/25	Brian Nakhaimousa	0.70	Conference with M. Levine, K&E team re work in process, next steps (.5); prepare for same (.2).
04/29/25	Brian Nakhaimousa	1.40	Conference with M. Levine, K&E team re work in process, next steps (1.0); prepare for same (.4).
04/29/25	Joshua Raphael	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
04/29/25	Michael A. Sloman	0.50	Conference with M. Levine, K&E team re case status, next steps.
04/29/25	Luz Tur-Sinai Gozal	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
04/29/25	Quin Wetzel	0.50	Telephone conference with M. Levine, K&E team re work in process.
04/29/25	Mary Catherine Young	1.20	Conference with M. Levine, K&E team re work in process (.5); draft summary re same (.2); conference with Company re work in process (.5).
04/30/25	Julia F. Burnson	0.80	Compile, analyze recently filed pleadings.
04/30/25	Constantina Leodis	0.70	Telephone conference with M. Levine, K&E team, Company, Company advisors re work in process (.5); telephone conference with J. Dickson re same (.2).
Total		155.90	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121445
Client Matter: 58395-20

In the Matter of Retention – K&E

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 100,649.50</u>
Total legal services rendered	\$ 100,649.50

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Retention – K&E

Invoice Number: 1050121445
 Matter Number: 58395-20

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	3.30	1,065.00	3,514.50
Sloane Bessey	2.40	1,065.00	2,556.00
Caroline Buthe	22.90	880.00	20,152.00
Aislinn Comiskey	5.10	880.00	4,488.00
Julia Fletcher	6.80	880.00	5,984.00
Rachel Golden	13.90	1,195.00	16,610.50
Susan D. Golden	4.70	1,795.00	8,436.50
Nicole L. Greenblatt, P.C.	1.50	2,595.00	3,892.50
Maddison Levine	6.90	1,465.00	10,108.50
Dominick Vito Manetta	2.60	880.00	2,288.00
Brian Nakhaimousa	5.70	1,465.00	8,350.50
Sarah Osborne	3.60	1,065.00	3,834.00
Joshua Raphael	0.60	1,195.00	717.00
Michael A. Sloman	4.10	1,375.00	5,637.50
Josh Sussberg, P.C.	0.30	2,595.00	778.50
Quin Wetzel	3.10	1,065.00	3,301.50
TOTALS	87.50		\$ 100,649.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050121445
Matter Number: 58395-20

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Rachel Golden	3.40	Review, revise invoice re privilege, confidentiality considerations.
04/01/25	Josh Sussberg, P.C.	0.10	Correspond with M. Levine re Kirkland retention.
04/02/25	Rachel Golden	0.70	Review, revise invoice re privilege, confidentiality considerations.
04/03/25	Rachel Golden	0.30	Correspond with Q. Wetzel re professional fee estimate (.1); review, analyze correspondence re same (.2).
04/07/25	Brian Nakhaimousa	0.70	Review, revise K&E invoice re privilege, confidentiality considerations.
04/08/25	Caroline Buthe	1.10	Draft first monthly fee statement.
04/08/25	Rachel Golden	1.60	Draft summary re professional fee accruals (.6); correspond with Company re same (.2); review, revise K&E monthly fee statement re privilege, confidentiality considerations (.8).
04/08/25	Maddison Levine	2.50	Review, revise K&E invoice re privilege, confidentiality.
04/08/25	Brian Nakhaimousa	0.40	Review, revise K&E invoice re privilege, confidentiality.
04/09/25	Maddison Levine	1.90	Review, revise K&E invoice re privilege, confidentiality.
04/10/25	Maddison Levine	1.10	Review, revise K&E invoice re privilege, confidentiality.
04/11/25	Brian Nakhaimousa	4.30	Review, revise K&E invoice re privilege and confidentiality considerations.
04/13/25	Maddison Levine	0.50	Correspond with B. Nakhaimousa, K&E team re supplemental conflicts disclosures (.3); review, analyze issues re same (.2).
04/16/25	Rachel Golden	0.10	Correspond with S. Golden re K&E fee application.
04/18/25	Susan D. Golden	1.40	Review, revise K&E invoice re privilege, confidentiality.
04/21/25	Susan D. Golden	3.30	Review revise K&E invoice re privilege, confidentiality.
04/21/25	Rachel Golden	2.40	Review, revise supplemental declaration in support of K&E retention (1.6); review, analyze precedent re same (.8).

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Retention – K&E

Invoice Number: 1050121445
 Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/22/25	Caroline Buthe	0.60	Review, revise K&E monthly fee statement re privilege, confidentiality considerations.
04/23/25	Caroline Buthe	1.40	Review, revise K&E monthly fee statement re privilege, confidentiality considerations.
04/23/25	Rachel Golden	2.20	Review, revise K&E monthly fee statement re privilege, confidentiality considerations.
04/24/25	Caroline Buthe	2.80	Review, revise K&E fee statement re privilege, confidentiality considerations.
04/24/25	Rachel Golden	3.20	Review, revise K&E monthly fee statement re privilege, confidentiality considerations (2.8); correspond with M. Sloman, C. Buthe re K&E retention issues (.4).
04/24/25	Nicole L. Greenblatt, P.C.	0.50	Review and revise K&E monthly fee statement for filing.
04/24/25	Maddison Levine	0.90	Review, revise K&E fee statement re privilege, confidentiality considerations.
04/25/25	Caroline Buthe	2.60	Review, revise K&E invoice re privilege and confidentiality considerations.
04/25/25	Aislinn Comiskey	2.20	Review, revise K&E invoice re privilege and confidentiality considerations.
04/25/25	Michael A. Sloman	0.30	Correspond with M. Levine, K&E team re K&E supplemental declaration, related considerations.
04/25/25	Josh Sussberg, P.C.	0.10	Correspond with M. Levine, K&E team re supplemental retention declaration.
04/25/25	Quin Wetzel	3.10	Review, revise invoice re privilege, confidentiality considerations.
04/26/25	Brian Nakhaimousa	0.30	Review, revise Sussberg supplemental declaration re retention (.2); correspond with M. Sloman, M. Levine re same (.1).
04/26/25	Michael A. Sloman	1.80	Draft, revise K&E supplemental declaration in support of retention (1.6); correspond with M. Levine, K&E team re same (.2).
04/27/25	Caroline Buthe	2.50	Review, revise K&E invoice re privilege and confidentiality considerations.
04/27/25	Nicole L. Greenblatt, P.C.	0.50	Review, revise supplemental K&E declaration in support of retention (.3); correspond with M. Levine, K&E team re same (.2).
04/27/25	Michael A. Sloman	0.40	Review, revise K&E supplemental declaration in support of retention.

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Retention – K&E

Invoice Number: 1050121445
 Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/27/25	Josh Sussberg, P.C.	0.10	Correspond with M. Levine, K&E team re supplemental declaration in support of retention.
04/28/25	Caroline Buthe	5.10	Review, revise K&E invoice re privilege and confidentiality considerations.
04/28/25	Aislinn Comiskey	2.90	Review, revise K&E invoice re privilege and confidentiality considerations.
04/28/25	Julia Fletcher	4.20	Review, revise K&E invoice re privilege and confidentiality considerations.
04/28/25	Nicole L. Greenblatt, P.C.	0.50	Finalize supplemental disclosure for K&E retention (.3); review, analyze related correspondence with U.S. Trustee (.2).
04/28/25	Sarah Osborne	3.60	Review, revise K&E invoice re privilege and confidentiality considerations.
04/28/25	Michael A. Sloman	0.70	Review, revise K&E supplemental declaration in support of retention (.5); correspond with S. Golden, K&E team re same (.2).
04/29/25	Michael Beauchamp	3.30	Review, revise K&E invoice re privilege and confidentiality considerations.
04/29/25	Sloane Bessey	2.40	Review, revise K&E invoice re privilege and confidentiality considerations.
04/29/25	Caroline Buthe	6.80	Review, revise K&E invoice re privilege and confidentiality considerations.
04/29/25	Julia Fletcher	2.60	Review, revise K&E invoice re privilege and confidentiality considerations.
04/29/25	Michael A. Sloman	0.90	Prepare K&E supplemental declaration for filing (.2); correspond with M. Levine, K&E team re disclosure considerations (.2); telephone conference with B. Arnault, K&E team re same, related matters (.5).
04/30/25	Dominick Vito Manetta	2.60	Review, revise K&E invoice re privilege and confidentiality considerations.
04/30/25	Joshua Raphael	0.60	Review, analyze K&E invoice re privilege, confidentiality.
Total		87.50	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121444
Client Matter: 58395-21

In the Matter of Retention – Non-K&E

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 50,283.50</u>
Total legal services rendered	\$ 50,283.50

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Retention – Non-K&E

Invoice Number: 1050121444
 Matter Number: 58395-21

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Sloane Bessey	8.90	1,065.00	9,478.50
Caroline Buthe	10.20	880.00	8,976.00
Rachel Golden	14.50	1,195.00	17,327.50
Maddison Levine	1.60	1,465.00	2,344.00
Joshua Raphael	7.50	1,195.00	8,962.50
Ishaan G. Thakran	3.00	1,065.00	3,195.00
TOTALS	45.70		\$ 50,283.50

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Retention – Non-K&E

Invoice Number: 1050121444
 Matter Number: 58395-21

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Sloane Bessey	0.20	Conference with J. Raphael re ordinary course professional matters.
04/01/25	Joshua Raphael	0.20	Conference with S. Bessey re ordinary course professional matters.
04/02/25	Sloane Bessey	1.50	Review, revise ordinary course professional declarations (1.1); correspond with J. Raphael re same (.4).
04/02/25	Caroline Buthe	0.30	Conference with I. Thakran re professional retention workstreams, next steps.
04/02/25	Maddison Levine	0.40	Review, analyze Korn Ferry engagement letter (.2); correspond with PH, Company re same (.2).
04/02/25	Ishaan G. Thakran	1.00	Review, analyze Deloitte fee statement (.4); conference with C. Buthe re professional retention workstreams, next steps (.3); correspond with R. Golden, K&E team re same (.3).
04/03/25	Sloane Bessey	0.30	Review, revise ordinary course professional declaration (.2); correspond with ordinary course professional re same (.1).
04/03/25	Caroline Buthe	2.10	Review, revise Deloitte fee statement (1.7); review, revise CNO re same (.3); correspond with YCST team re same (.1).
04/03/25	Rachel Golden	0.10	Correspond with Akin re retention schedules.
04/03/25	Joshua Raphael	0.20	Review, analyze ordinary course professional declarations.
04/03/25	Ishaan G. Thakran	1.00	Review, analyze Deloitte fee statement (.7); correspond with R. Golden, K&E team re same (.3).
04/04/25	Sloane Bessey	0.60	Review, revise ordinary course professional declarations (.4); correspond with J. Raphael re same (.2).
04/04/25	Caroline Buthe	0.30	Correspond with R. Golden re Deloitte fee statement (.1); review, revise certificate of no objection re EY fee statement (.1); correspond with YCST team re same (.1).
04/04/25	Rachel Golden	0.70	Correspond with YC re fee statements (.1); review, analyze same (.5); correspond with Akin re parties in interest (.1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050121444
Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Joshua Raphael	1.30	Review, analyze OCP declarations, notice re same (1.1); correspond with S. Bessey, Alix team, professionals re same (.2).
04/07/25	Sloane Bessey	0.60	Review, revise ordinary course professional declaration.
04/07/25	Caroline Buthe	0.40	Review, revise certificate of no objection re Deloitte fee statement (.3); correspond with YCST team re same (.1).
04/07/25	Rachel Golden	0.60	Review, revise certificate of no objection re fee applications (.4); correspond with C. Buthe re same (.1); correspond with fee examiner re fee report (.1).
04/07/25	Ishaan G. Thakran	1.00	Review, revise CNO re fee statements (.6); correspond with C. Buthe re professional retention workstreams (.4).
04/08/25	Sloane Bessey	0.70	Review, revise ordinary course professionals declaration (.5); telephone conference with ordinary course professionals re same (.2).
04/08/25	Caroline Buthe	0.30	Review, revise certificate of no objection re Petrillo fee statement (.2); correspond with R. Golden, YCST team re same (.1).
04/08/25	Rachel Golden	0.50	Correspond with Akin re retention schedules (.1); review, revise certificates of no objection re fee statements (.4).
04/08/25	Joshua Raphael	0.10	Review, analyze ordinary course professional declaration.
04/09/25	Sloane Bessey	0.20	Review, revise ordinary course professionals declaration (.1); correspond with J. Raphael, K&E team, ordinary course professionals re same (.1).
04/09/25	Caroline Buthe	0.60	Review, revise certificate of no objection re EY fee statement (.2); correspond with YCST team re same (.1); review, revise certificate of counsel re omnibus order approving first interim fee applications (.3).
04/09/25	Rachel Golden	0.70	Review, revise certifications of counsel re fee statements (.6); correspond with YC re same (.1).
04/09/25	Joshua Raphael	0.10	Correspond with Alix team re ordinary course professionals.
04/10/25	Sloane Bessey	0.40	Review, revise supplemental ordinary course professionals notice list.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050121444
Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/10/25	Caroline Buthe	0.40	Review, revise omnibus order approving first interim fee apps of professionals.
04/10/25	Joshua Raphael	0.10	Correspond with Alix, counterparties re ordinary course professional issues.
04/11/25	Sloane Bessey	0.50	Review, revise notice re supplemental ordinary course professionals list.
04/11/25	Caroline Buthe	0.30	Review, revise staffing and compensation report (.2); correspond with YCST team re same (.1).
04/11/25	Rachel Golden	3.10	Correspond with C. Buthe re Alix fee statement (.1); review, revise Ernst & Young supplemental declaration (1.3); correspond with Ernst & Young, YC re same (.1); prepare same for filing (.1); correspond with YC re interim fee applications (.3); conference with YC re same (.3); correspond with Akin re same (.1); conference with Morris & Foerster re same (.4); conference with M. Levine re same (.2); correspond with C. Buthe re certifications of counsel re fee statements (.1); review, analyze same (.1).
04/11/25	Maddison Levine	0.50	Correspond with J. Raphael re OCP issues (.3); review, analyze same (.2).
04/11/25	Joshua Raphael	0.30	Review, analyze supplemental ordinary course professionals notice (.2); correspond with S. Bessey re same (.1).
04/14/25	Sloane Bessey	0.10	Correspond with J. Raphael, ordinary course professionals re declaration.
04/14/25	Caroline Buthe	0.30	Review, revise certificate of no objection re Kroll fee application (.2); correspond with R. Golden, YCST team re same (.1).
04/14/25	Rachel Golden	0.20	Correspond with C. Buthe re fee statements.
04/14/25	Joshua Raphael	0.20	Correspond with Company re ordinary course professionals' status.
04/15/25	Rachel Golden	0.10	Correspond with Ernst & Young re supplemental declaration.
04/16/25	Caroline Buthe	2.10	Correspond with YCST team re staffing and compensation report (.1); correspond with YCST team re Alix supplemental declaration (.1); review, revise fee examiner fee statement (.6); review, revise Alix supplemental declaration (1.3).

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Retention – Non-K&E

Invoice Number: 1050121444
 Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/16/25	Rachel Golden	1.30	Conference with Ernst & Young re supplemental declaration (.5); correspond with YC re same (.1); conference with YC re same (.3); correspond with C. Buthe re fee examiner report (.1); review, analyze same (.3).
04/16/25	Maddison Levine	0.50	Telephone conference with J. Raphael, OCP re declaration (.3); review, analyze same (.2).
04/16/25	Joshua Raphael	4.30	Review, revise ordinary course professional declaration (3.8); telephone conference M. Levine, K&E team, re same (.5).
04/17/25	Sloane Bessey	1.30	Review, revise ordinary course professionals' declarations (.9); correspond with J. Raphael re same (.4).
04/17/25	Caroline Buthe	0.70	Review, revise Deloitte fee statement (.6); correspond with YCST team, Deloitte team re same (.1).
04/17/25	Joshua Raphael	0.20	Correspond with M. Levine, K&E team re ordinary course professionals.
04/22/25	Rachel Golden	4.50	Review, revise supplemental professional retention declarations (2.1); correspond with C. Buthe re same (.3); review, analyze fee examiner fee statement (1.9); correspond with C. Buthe re same (.2).
04/23/25	Caroline Buthe	0.80	Review, revise Alix supplemental declaration (.7); correspond with YCST team re same (.1).
04/23/25	Rachel Golden	0.70	Correspond with YCST team re supplemental declarations (.2); review, revise notice of fee statement (.4); correspond with YCST re same (.1).
04/24/25	Sloane Bessey	0.40	Review, analyze ordinary course professionals' declarations.
04/24/25	Rachel Golden	0.50	Correspond with YCST team re supplemental declarations.
04/25/25	Sloane Bessey	0.60	Review, revise ordinary course professionals' declarations (.4); correspond with J. Raphael, K&E team, ordinary course professionals re same (.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050121444
Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/25/25	Rachel Golden	1.50	Review, revise professional fee statement (.4); compile same for filing (.2); correspond with M. Levine, K&E team re same (.2); review, revise Alix correspondence re supplemental professional declaration (.2); correspond with M. Levine re same (.2); review, revise professional supplemental declaration (.3).
04/25/25	Joshua Raphael	0.30	Review, analyze ordinary course professionals' status.
04/28/25	Sloane Bessey	0.60	Prepare ordinary course professionals declaration for filing (.4); telephone conference with ordinary course professional declarant, J. Raphael re declaration (.2).
04/28/25	Caroline Buthe	0.60	Correspond with R. Golden, M. Levine re Alix supplemental declaration (.2); correspond with Alix team re same (.1); review, revise Alix supplemental retention declaration (.2); correspond with YCST team re same (.1).
04/28/25	Maddison Levine	0.20	Telephone conference with J. Raphael, ordinary course professional re declaration, status.
04/28/25	Joshua Raphael	0.20	Conference with ordinary course professionals' re ordinary course professionals process (.1); review, analyze ordinary course professionals declaration (.1).
04/30/25	Sloane Bessey	0.90	Draft summary re outstanding ordinary course professionals' declarations (.8); correspond with J. Raphael re same (.1).
04/30/25	Caroline Buthe	1.00	Review, revise Alix supplemental declaration (.7); correspond with M. Sloman re same (.1); telephone conference with M. Sloman re same (.1); correspond with YCST team re same (.1).
Total		45.70	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121443
Client Matter: 58395-22

In the Matter of Vendor Matters

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 57,729.00</u>
Total legal services rendered	\$ 57,729.00

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Vendor Matters

Invoice Number: 1050121443
 Matter Number: 58395-22

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ziv Ben-Shahar	1.60	1,195.00	1,912.00
Caroline Buthe	1.40	880.00	1,232.00
Aislinn Comiskey	5.40	880.00	4,752.00
Julia Fletcher	4.40	880.00	3,872.00
Rachel Golden	26.50	1,195.00	31,667.50
Shayne Henry	0.40	1,695.00	678.00
Maddison Levine	1.30	1,465.00	1,904.50
Brian Nakhaimousa	0.90	1,465.00	1,318.50
Sarah Osborne	9.10	1,065.00	9,691.50
Michael A. Sloman	0.20	1,375.00	275.00
Ishaan G. Thakran	0.40	1,065.00	426.00
TOTALS	51.60		\$ 57,729.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050121443
Matter Number: 58395-22

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Caroline Buthe	0.40	Correspond with M. Young re vendor inquiry (.1); correspond with Company re same (.1); correspond with vendor re same (.1); correspond with Kroll team re same (.1).
04/01/25	Aislinn Comiskey	1.10	Conference with R. Golden, K&E team, Company, Alix team, YCST re vendor matters (.2); draft summary re same, timeline re Company ordinary course sales (.9).
04/01/25	Julia Fletcher	0.50	Review, revise vendor outreach summaries (.1); conference with Company, R. Golden, K&E team re outstanding vendor issues (.4).
04/01/25	Rachel Golden	2.00	Correspond with Company re automobile issue (.1); review, analyze materials re same (.6); review, revise vendor outreach summary (1.1); correspond with S. Osborne, K&E team re same (.2).
04/01/25	Sarah Osborne	1.20	Review, revise vendor outreach summary (.3); telephone conference with Company, R. Golden, K&E team re vendor matters (.4); research re vendor matters and unpaid invoices (.5).
04/02/25	Aislinn Comiskey	0.10	Correspond with R. Golden, K&E team re vendor outreach summary.
04/02/25	Michael A. Sloman	0.20	Review, analyze considerations re vendor letter of credit draw.
04/03/25	Aislinn Comiskey	0.80	Conference with R. Golden, K&E team, Company, YCST, Alix team re open vendor issues (.4); correspond with R. Golden re research re vendor fees (.1); review, revise summary re same (.3).
04/03/25	Julia Fletcher	0.40	Conference with R. Golden, K&E team, Company re outstanding vendor issues.
04/03/25	Rachel Golden	1.00	Correspond with Company re vendor issues (.2); review, analyze issues re same (.6); correspond with A. Comiskey re same (.1); correspond with vendor counterparty re same (.1).
04/03/25	Brian Nakhaimousa	0.50	Conference with Company advisors, M. Levine, K&E team re vendor matters.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050121443
Matter Number: 58395-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Aislinn Comiskey	0.10	Correspond with R. Golden re vendor fee research.
04/04/25	Julia Fletcher	0.70	Review, analyze vendor outreach summary (.3); correspond with M. Young re same (.2); correspond with Alix team re same (.1); correspond with Willkie team re same (.1).
04/04/25	Rachel Golden	1.30	Correspond with Company re vendor issues (.2); review, analyze correspondence re same (.6); correspond with A. Comiskey, K&E team re same (.5).
04/04/25	Sarah Osborne	0.30	Review, revise vendor outreach summaries.
04/07/25	Julia Fletcher	0.40	Review, revise, vendor outreach summaries.
04/07/25	Rachel Golden	1.20	Correspond with Company re vendor issues (.2); correspond with Alix re vendor report (.1); review, analyze same (.3); review, revise vendor summary (.6).
04/07/25	Sarah Osborne	0.30	Review, revise critical vendor outreach summary.
04/07/25	Ishaan G. Thakran	0.40	Correspond with M. Levine, S. Osborne re vendor reporting, related matters.
04/08/25	Aislinn Comiskey	0.60	Conference with R. Golden, K&E team, Company, YCST, Alix team re open vendor matters.
04/08/25	Julia Fletcher	0.60	Review, revise summary re vendor outreach (.1); conference with R. Golden, K&E team, Company re outstanding vendor issues (.5).
04/08/25	Rachel Golden	1.70	Correspond with Company re vendor issues (.2); review, analyze issues re same (.7); review, analyze materials re same (.3); conference with Company, M. Young, K&E team, YC, Alix re vendor considerations (.5).
04/08/25	Sarah Osborne	0.50	Telephone conference with Company, R. Golden, K&E team re vendor matters.
04/09/25	Rachel Golden	0.80	Correspond with Company re vendor considerations (.3); conference with Company re same (.5).
04/09/25	Brian Nakhaimousa	0.40	Correspond with R. Golden, K&E team re vendor matters.
04/10/25	Aislinn Comiskey	0.40	Conference with M. Young, K&E team, Company, Alix team, YCST re open vendor matters.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050121443
Matter Number: 58395-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/10/25	Julia Fletcher	0.50	Correspond with Company re vendor issue (.1); conference with Company, M. Young, K&E team re outstanding issues (.4).
04/10/25	Shayne Henry	0.20	Review and analyze vendor invoices.
04/10/25	Sarah Osborne	0.60	Review, draft correspondence re vendor outreach (.2); telephone conference with Company, R. Golden, K&E team re vendor matters (.4).
04/11/25	Rachel Golden	3.30	Correspond with Company re vendor considerations (.6); review, analyze issues re same (1.6); revise vendor summary re same (.8); correspond with Alix re same (.2); correspond with Kroll re same (.1).
04/11/25	Shayne Henry	0.20	Correspond with M. Levine re vendor invoices.
04/14/25	Rachel Golden	2.00	Correspond with Company re vendor considerations (.5); review, analyze issues re same (.6); revise vendor summary re same (.2); correspond with Alix re same (.2); conference with vendor counterparty re same (.5).
04/15/25	Aislinn Comiskey	0.60	Conference with R. Golden, K&E team, Company, YCST, Alix team re open vendor matters.
04/15/25	Rachel Golden	0.70	Conference with Company re vendor considerations (.5); review, analyze issues re same (.2).
04/16/25	Caroline Buthe	0.30	Correspond with vendor counsel re post-petition invoice (.1); correspond with R. Golden re same (.1); correspond with Alix team re same (.1).
04/16/25	Rachel Golden	2.90	Correspond with Company re vendor considerations (.9); review, analyze issues re same (1.3); review, revise vendor summary re same (.7).
04/16/25	Maddison Levine	0.50	Telephone conference with Company re vendor issue (.2); review, analyze vendor agreement re same (.3).
04/17/25	Ziv Ben-Shahar	1.60	Correspond with B. Nakhaimousa, Alix team re vendor liens (.7); research re same (.9).
04/17/25	Aislinn Comiskey	0.40	Conference with R. Golden, K&E team, Company, Alix team, YCST team re open vendor matters.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050121443
Matter Number: 58395-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/17/25	Sarah Osborne	2.40	Telephone conference with Company, R. Golden, K&E team re vendor matters (.5); research re vendor invoice payment and lease issues (1.9).
04/21/25	Caroline Buthe	0.40	Correspond with vendor re rejection damages claim (.1); correspond with M. Young re same (.1); correspond with Alix team re same (.1); correspond with Alix team re vendor inquiry re post-petition invoice (.1).
04/21/25	Rachel Golden	0.50	Review, analyze vendor reporting (.4); correspond with S. Osborne re same (.1).
04/22/25	Aislinn Comiskey	0.50	Conference with R. Golden, K&E team, Company, YCST, Alix team re open vendor matters.
04/22/25	Julia Fletcher	0.40	Conference with Company, R. Golden, M. Young, K&E team re work in process.
04/22/25	Rachel Golden	1.10	Review, analyze correspondence re vendor issues (.4); correspond with Company re same (.2); conference with Company, M. Young, K&E team, YCST re vendor, franchise issues (.5).
04/22/25	Sarah Osborne	0.40	Telephone conference with R. Golden, K&E team, Company re vendor matters.
04/23/25	Rachel Golden	2.00	Correspond with YCST re vendor issues (.3); review, analyze documents re same (.3); correspond with M. Levine, CTI re letter of credit issue (.4); review, analyze correspondence, documents re same (1.0).
04/23/25	Maddison Levine	0.50	Correspond with Company re vendor issues (.2); review, analyze agreement, issues re same (.3).
04/23/25	Sarah Osborne	0.70	Review, analyze issues re vendor matters (.4); draft summary re same (.3).
04/24/25	Aislinn Comiskey	0.80	Conference with R. Golden, K&E team, Company, YCST, Alix team re vendor issues, open items, open matters (.3); conference with R. Golden, K&E team re vendor matters (.5).
04/24/25	Julia Fletcher	0.80	Conference with R. Golden, M. Young, K&E team, Company re vendor issues (.3); conference with R. Golden, K&E team re same (.4); draft correspondence re outstanding vendor invoice (.1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050121443
Matter Number: 58395-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/24/25	Rachel Golden	3.90	Correspond with YCST re vendor issues (.4); review, analyze documents re same (.9); conference with M. Levine, CTI re letter of credit issue (.4); review, analyze documents re same (1.0); review, analyze vendor issues (.6); correspond with YCST re same (.3); correspond with S. Osborne, K&E team re vendor issues (.3).
04/24/25	Sarah Osborne	0.70	Telephone conference with R. Golden, K&E team re vendor matters (.5); research re same (.2).
04/25/25	Rachel Golden	0.50	Correspond with S. Osborne re vendor issues (.3); draft summary re same (.2).
04/28/25	Caroline Buthe	0.30	Correspond with Alix team re vendor post-petition invoices (.1); correspond with YCST re same (.2).
04/28/25	Rachel Golden	1.40	Review, revise vendor correspondence re vendor matters (.3); review, revise same (.8); draft summary re same (.2); correspond with M. Levine, K&E team re same (.1).
04/28/25	Rachel Golden	0.20	Correspond with M. Young, K&E team re vendor issues.
04/28/25	Maddison Levine	0.30	Review, analyze vendor correspondence re payment issues (.2); correspond with S. Osborne re same (.1).
04/28/25	Sarah Osborne	2.00	Review, analyze vendor matters (.6); draft summary re same (.8); correspond with R. Golden, YCST re same (.2); review, analyze vendor proof of claim (.4).
04/29/25	Julia Fletcher	0.10	Correspond with vendor counsel re adequate assurance request.
Total		51.60	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050121442
Client Matter: 58395-23

In the Matter of Litigation

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	\$ 2,841,073.50
Total legal services rendered	\$ 2,841,073.50

Legal Services for the Period Ending April 30, 2015
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Max Joseph Abramson	32.60	865.00	28,199.00
Michael Angarola	56.10	865.00	48,526.50
Bill Arnault, P.C.	49.40	2,015.00	99,541.00
Will Atnipp	32.90	1,025.00	33,722.50
Devika M. Balaram	32.10	1,295.00	41,569.50
Anna Therese Beavers	31.60	865.00	27,334.00
Magdalene Beck	24.90	865.00	21,538.50
Afi Blackshear	41.60	1,025.00	42,640.00
Keaton Blazer	8.80	865.00	7,612.00
Socrates L. Boutsikaris	5.80	1,345.00	7,801.00
Danny Brown	52.60	1,185.00	62,331.00
Christopher Buxton	8.70	1,445.00	12,571.50
Henry Caldwell	70.90	1,445.00	102,450.50
Hacibey Catalbasoglu	27.30	865.00	23,614.50
Seth M. Cohen	3.00	1,345.00	4,035.00
Caitlin Dean	15.80	1,465.00	23,147.00
Uzo Dike	33.50	705.00	23,617.50
Ashton Dubey	44.60	1,185.00	52,851.00
Carlos Estrada	51.70	1,025.00	52,992.50
Peter Evangelatos	26.40	1,525.00	40,260.00
Kaitie Farrell	23.10	1,295.00	29,914.50
Rebecca Finley	17.20	865.00	14,878.00
Garrett Fox	62.80	1,445.00	90,746.00
Houston Gao	16.30	560.00	9,128.00
Jeffrey Ross Goldfine	35.90	1,745.00	62,645.50
Mara L. Greenberg	18.20	1,185.00	21,567.00
Nicole L. Greenblatt, P.C.	1.50	2,595.00	3,892.50
Belle A. E. Harris	29.30	1,025.00	30,032.50
Grace Hartnett	19.50	1,025.00	19,987.50
Shayne Henry	77.30	1,695.00	131,023.50
Tiffany Hu	31.90	865.00	27,593.50
Henry Huang	56.90	625.00	35,562.50

Legal Services for the Period Ending April 30, 2015
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Derek I. Hunter	1.70	1,735.00	2,949.50
Alex Ingoglia	26.70	1,345.00	35,911.50
Jeffrey M. Jacobsen	14.00	1,185.00	16,590.00
Tamarrian Johnson	28.60	395.00	11,297.00
Sarah Jones	3.40	880.00	2,992.00
Eric S. Kay	11.60	1,445.00	16,762.00
Joshua King	14.10	595.00	8,389.50
Kathleen Vera Kinsella	38.00	1,525.00	57,950.00
Nikhil Rama Krishnan	6.50	1,745.00	11,342.50
Joshua Lacoste	6.50	1,025.00	6,662.50
Amiri A. Lampley	32.90	1,345.00	44,250.50
Michael D. Lehavi	45.30	1,025.00	46,432.50
Chris Leveroni	44.50	1,025.00	45,612.50
Maddison Levine	9.50	1,465.00	13,917.50
Mike Li	31.10	560.00	17,416.00
Sean Lopez	82.10	690.00	56,649.00
James S. Lu	10.30	865.00	8,909.50
Joshua J. Lustig	23.40	1,025.00	23,985.00
Melanie MacKay	97.90	1,695.00	165,940.50
Mark McKane, P.C.	14.70	2,265.00	33,295.50
Briana McNamara	13.90	1,185.00	16,471.50
Makala McNeil	17.10	1,185.00	20,263.50
John Merle	13.00	865.00	11,245.00
Brian Messing	7.40	1,065.00	7,881.00
Sofia Michael	14.90	865.00	12,888.50
Brent Daniel Mobbs	76.70	1,025.00	78,617.50
Brian Nakhaimousa	0.50	1,465.00	732.50
Shane O'Connor	14.70	1,185.00	17,419.50
Sarah Osborne	3.30	1,065.00	3,514.50
Austin Pennington	44.70	865.00	38,665.50
Armando L. Prather	59.50	1,185.00	70,507.50
Emanuele Putrino	38.50	865.00	33,302.50
Joshua Raphael	0.60	1,195.00	717.00
John R. Rhine	52.40	1,745.00	91,438.00
Gregory B. Sanford	35.10	1,745.00	61,249.50
Michael James Sitcawich	7.40	1,025.00	7,585.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Gracie Smith	33.20	1,025.00	34,030.00
Eric J. Tarosky	64.40	1,025.00	66,010.00
Kyla Elise Taylor	63.00	1,345.00	84,735.00
Ishaan G. Thakran	3.40	1,065.00	3,621.00
Samantha Tidwell	22.00	1,025.00	22,550.00
Megan Kiku Trick	17.20	865.00	14,878.00
Luz Tur-Sinai Gozal	2.00	880.00	1,760.00
Jacob Walker	25.40	865.00	21,971.00
Matthew Calloway Walker	41.70	1,025.00	42,742.50
Joe Walter	13.00	1,025.00	13,325.00
Brandon R. Weber	0.60	1,185.00	711.00
Amber L. Whipkey	41.10	1,295.00	53,224.50
Jiange Xiao	7.90	1,185.00	9,361.50
Cara Yi	58.90	1,025.00	60,372.50
Tyler Yoo	14.40	865.00	12,456.00
Shaoyao Yu	7.20	1,295.00	9,324.00
Yi Zhang	30.10	1,025.00	30,852.50
Yun Zhang	22.00	1,185.00	26,070.00
TOTALS	2,450.20		\$ 2,841,073.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Michael Angarola	8.20	Draft deposition outline (3.9); further draft same (2.0); review, analyze issues re same (2.3).
04/01/25	Bill Arnault, P.C.	4.40	Review, analyze discovery and document production (.3); telephone conference with PH team re expert reports (.4); review and revise responses and objections to 30(b)(6) notice (1.8); review, analyze strategy re same (.6); draft outline of workstreams re discovery and depositions (.3); prepare for depositions (1.0).
04/01/25	Will Atnipp	3.80	Review and analyze documents re valuation and expert witness (2.3); draft expert deposition preparation kit (1.5).
04/01/25	Anna Therese Beavers	0.20	Draft witness outline.
04/01/25	Keaton Blazer	2.90	Review and analyze production documents re responsiveness and privilege.
04/01/25	Danny Brown	2.00	Review and analyze materials re mock cross (.7); conference with M. MacKay, K&E team re deposition kit preparation materials (.1); review and analyze documents re privilege (1.2).
04/01/25	Christopher Buxton	4.30	Review and analyze documents re production, privilege (3.9); review, analyze issues re same (.4).
04/01/25	Henry Caldwell	7.80	Review and analyze production documents re strategy, open issues (1.3); review and analyze production documents re privilege, responsiveness (3.9); draft summary re same (2.6).
04/01/25	Hacibey Catalbasoglu	1.70	Review, analyze production documents re privilege, responsiveness.
04/01/25	Seth M. Cohen	3.00	Review, analyze appeal (2.1); draft summary re same (.9).
04/01/25	Uzo Dike	0.70	Conference with J. King, K&E team re litigation workstream.
04/01/25	Uzo Dike	1.00	Review and analyze draft 30(b)(6) deposition outline (.9); conference with B. McNamara re same (.1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Ashton Dubey	3.80	Review and analyze deposition materials (1.0); draft and revise deposition outline (2.2); prepare for and participate in conference re same with S. Henry, K&E team (.6).
04/01/25	Carlos Estrada	6.30	Draft deposition preparation materials kit (3.1); review, revise same (3.2).
04/01/25	Peter Evangelatos	3.60	Telephone conference with M. MacKay re deposition strategy (.5); review, analyze deposition outline re strategy, related issues re Prophecy (3.1).
04/01/25	Kaitie Farrell	0.90	Conference with K. Krisella and C. Yi re deposition preparation (.7); telephone conference with C. Yi re same (.2).
04/01/25	Kaitie Farrell	4.30	Review and analyze production documents re deposition preparation (3.9); review, analyze issues re same (.4).
04/01/25	Rebecca Finley	4.00	Review and analyze production documents re privilege, responsiveness (3.1); draft summary re same (.9).
04/01/25	Jeffrey Ross Goldfine	0.20	Review, analyze expert discovery.
04/01/25	Belle A. E. Harris	9.10	Draft document descriptions re deposition preparation outline (3.9); review, revise deposition preparation outline (3.0); review, analyze issues re same (2.2).
04/01/25	Grace Hartnett	2.70	Draft deposition preparation outline (2.1); review, analyze issues re same (.6).
04/01/25	Shayne Henry	2.30	Draft responses re privilege inquiries (.9); review, analyze document discovery (1.0); correspond with M. MacKay re additional discovery requests (.2); correspond with B. McNamara re 30(b)(6) outline (.2).
04/01/25	Tiffany Hu	6.70	Draft deposition outline re witness preparation (3.9); review, revise same (2.5); correspond with M. Beck re same (.3).
04/01/25	Henry Huang	3.70	Draft documents for production (1.3); review and analyze documents re quality check (1.5); correspond with vendor re production (.4); correspond with Akin team re same (.5).
04/01/25	Derek I. Hunter	0.10	Correspond with B. Nakhaimousa, K&E team re litigation status.
04/01/25	Alex Ingoglia	1.30	Review and analyze privilege documents re potential production, related issues.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Kathleen Vera Kinsella	3.90	Telephone conference with S. Henry K&E team re production, mock cross outline (.7); review, analyze documents re same (3.2).
04/01/25	Amiri A. Lampley	11.80	Review, analyze documents for production re privilege (3.7); further review, analyze documents re same (3.6); review, analyze issues re same (.6); draft deposition outline (3.9).
04/01/25	Michael D. Lehavi	6.60	Review and analyze documents for production re privilege (3.2); further review and analyze documents for production same (3.4).
04/01/25	Chris Leveroni	3.80	Review and revise draft of deposition outline (3.1); review, analyze issues re same (.7).
04/01/25	Mike Li	0.80	Correspond with H. Huang re document review status and upcoming productions (.3); draft potential production pool and running quality control workflow (.5).
04/01/25	Sean Lopez	9.40	Review, analyze production document review workflows (3.9); batch documents for quality control review (1.5); attend weekly status conference with KLD re review management and productions (.5); draft daily review metrics report (1.0); coordinate review batches (1.0); compile, analyze documents for production re redactions (1.5).
04/01/25	Joshua J. Lustig	0.20	Conference with H. Caldwell, K. Taylor and B. McNamara re deposition preparation.
04/01/25	Melanie MacKay	10.20	Conference with W&C, M. McKane, K&E team re litigation matters (.4); review, analyze document review and production (3.9); correspond with A. Whipkey and S. Henry re same (1.0); review, analyze document coding (.8); correspond with S. Henry, K&E team re same (.4); conference with H. Caldwell, K&E team re deposition preparation materials (1.4); review and revise materials re same (1.6); conference with M. McKane, K&E team re same (.7).
04/01/25	Briana McNamara	1.80	Review and analyze 30(b)(6) responses (.9); research re deposition preparation (.9).
04/01/25	Briana McNamara	0.20	Review and analyze documents, quality control re privilege and document production.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Makala McNeil	6.30	Conference with J. Rhine, K&E team re legal strategy re deposition preparation (1.4); review and analyze documents re deposition preparation (3.9); review, analyze issues re same (1.0).
04/01/25	John Merle	1.80	Review, analyze documents for production re privilege.
04/01/25	Sofia Michael	0.50	Review, analyze documents for production re privilege review (.3); correspond with M. McNeil, K&E team re strategy re same (.1); review and analyze document review protocol (.1).
04/01/25	Brent Daniel Mobbs	10.20	Draft deposition kit (3.9); review, analyze production materials re same (3.5); draft summary re same (2.8).
04/01/25	Shane O'Connor	1.80	Review, analyze first day declaration re litigation issues.
04/01/25	Austin Pennington	6.50	Draft deposition kit and outline (3.0); review, analyze documents re depositions (3.5).
04/01/25	Armando L. Prather	2.50	Review, analyze documents re witness kit (1.0); review, revise preparation outline (1.5).
04/01/25	John R. Rhine	6.20	Conference with M. McNeil re witness preparation (1.4); review, revise deposition outline (2.5); review, analyze documents re same (2.3).
04/01/25	Gregory B. Sanford	5.60	Conference with J. Goldfine, K&E team, Ducera team, PH team and Lazard team re valuation (.5); prepare for same (.7); review and analyze expert reports (2.1); conference with S. Henry and M. MacKay re identifying production documents (.4); draft deposition outline (1.9).
04/01/25	Eric J. Tarosky	5.40	Review, analyze Akin report re litigation considerations (2.0); draft witness kit re deposition (1.5); research and analyze documents re same (1.9).
04/01/25	Kyla Elise Taylor	5.90	Review, analyze documents re deposition outline (1.9); draft 30(b)(6) deposition preparation outline (2.2); review, analyze deposition outlines re same (1.8).
04/01/25	Jacob Walker	1.40	Review, analyze documents for production re privilege.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/01/25	Matthew Calloway Walker	0.60	Correspond with A. Prather, J. Rhine re witness deposition preparation.
04/01/25	Matthew Calloway Walker	0.20	Telephone conference with A. Prather re witness deposition preparation.
04/01/25	Matthew Calloway Walker	0.20	Correspond with S. Henry re privilege document review.
04/01/25	Matthew Calloway Walker	1.30	Review, analyze documents re privilege considerations.
04/01/25	Brandon R. Weber	0.60	Review, analyze documents for production re privilege and responsiveness.
04/01/25	Amber L. Whipkey	6.40	Draft outline re document review, production, discovery matters (2.6); review, revise privilege log (3.8).
04/01/25	Cara Yi	8.90	Review, analyze expert reports and filings (.1); review, analyze documents re deposition preparation (3.9); review, analyze issues re same (3.0); prepare for depositions (1.1); conference with K. Kinsella and K. Farrell re deposition preparation (.8).
04/01/25	Yun Zhang	1.50	Review, analyze documents for production re privilege and responsiveness.
04/01/25	Yi Zhang	3.40	Review, analyze documents for production re privilege and responsiveness (2.7); draft summary re same (.7).
04/02/25	Max Joseph Abramson	5.10	Conference with P. Evangelatos, K&E team re valuation (.5); review, revise deposition materials (.1); review, analyze documents re same (.1); correspond with K. Farrell re same (.3); review, analyze documents re projections (.2); review and revise deposition materials (3.9).
04/02/25	Michael Angarola	2.10	Conference with W. Atnipp, K&E team re valuation (.5); review, analyze production documents re privilege concerns (1.6).
04/02/25	Bill Arnault, P.C.	2.50	Telephone conference with M. MacKay, K&E team re valuations (.4); review and revise 30(b)(6) responses and objections (1.4); correspond with M. MacKay, K&E team re discovery and document production (.7).
04/02/25	Will Atnipp	1.60	Review, analyze documents for production re privilege.
04/02/25	Anna Therese Beavers	1.20	Draft witness outline.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Anna Therese Beavers	0.20	Review, analyze documents for production re privilege (.1); correspond with P. Evangelatos, K&E team re same (.1).
04/02/25	Magdalene Beck	5.30	Research key deposition documents (2.0); draft mock cross exam questions (3.3).
04/02/25	Afi Blackshear	1.10	Review, analyze discovery materials re litigation issues.
04/02/25	Danny Brown	5.60	Conference with M. MacKay, K&E team re prior discovery requests (.3); prepare for and attend telephone conference with M. MacKay, K&E team re deposition kits (.4); review and analyze materials re same (1.7); review and analyze documents for production re privilege (3.2).
04/02/25	Christopher Buxton	0.30	Review and analyze documents for production re privilege.
04/02/25	Henry Caldwell	4.40	Review and analyze production documents re privilege (2.2); review, analyze expert materials re 30(b)(6) deposition preparation kit (.8); telephone conference with J. Goldfine and K&E team re valuations, Freedom Lender dispute (.5); further review, analyze valuation documents re 30(b)(6) notice (.9).
04/02/25	Hacibey Catalbasoglu	0.50	Review, analyze production documents re privilege determination.
04/02/25	Caitlin Dean	6.80	Review, analyze documents for production re privilege and relevance.
04/02/25	Uzo Dike	1.00	Revise summary chart re document production tracking (.2); review, analyze draft 30(b)(6) deposition outline (.8).
04/02/25	Uzo Dike	0.70	Conference with J. King, K&E team re litigation coordination.
04/02/25	Uzo Dike	1.30	Review, revise pro hac vice motions.
04/02/25	Ashton Dubey	6.60	Review and analyze materials re deposition (1.7); draft and revise deposition outline (3.9); review, analyze issues re same (.3); conference with J. Goldfine, K&E team re depositions (.5); prepare for same (.2).
04/02/25	Carlos Estrada	1.60	Review, analyze documents re privilege log.
04/02/25	Peter Evangelatos	1.30	Draft deposition outline.
04/02/25	Rebecca Finley	4.50	Research re expert witnesses (3.4); draft summary re same (1.1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Garrett Fox	7.60	Review, revise deposition preparation binder (3.9); review, analyze production materials re same (3.7).
04/02/25	Houston Gao	3.60	Compile, analyze documents for production, privilege (2.5); draft production quality control searches (1.1).
04/02/25	Jeffrey Ross Goldfine	5.00	Telephone conference with M. McKane, B. Arnault, K&E team re litigation strategy (.6); telephone conference with G. Sanford re depositions (.3); telephone conference with B. Arnault, K&E team re depositions (.5); review and analyze expert report (2.6); correspond with B. Arnault, K&E team re depositions (.2); review, analyze documents re expert discovery (.2); review and analyze Company correspondence re litigation (.6).
04/02/25	Mara L. Greenberg	5.00	Correspond with J. Goldfine, K&E team re case strategy (.4); review analyze documents re production, privilege (3.9); review, analyze issues re same (.7).
04/02/25	Belle A. E. Harris	3.30	Conference with C. Estrada, K&E team re valuation, litigation strategy, open issues re same (1.1); review, analyze deposition outline (2.2).
04/02/25	Shayne Henry	5.70	Conference with M. MacKay, K&E team re document discovery (.5); review, analyze board materials re same (.8); correspond with M. MacKay re privilege of documents (2.3); review, analyze documents re production (1.6); conference with A. Whipkey re revisions to privilege log (.5).
04/02/25	Tiffany Hu	8.00	Draft deposition outline for witness (3.9); further review, revise same (3.6); conference with B. Harris, K&E team re same, valuation (.5).
04/02/25	Henry Huang	5.10	Review, revise documents for production (1.7); correspond with vendor re document production (1.0); compile, analyze documents for privilege quality control review (1.6); coordinate document review (.8).
04/02/25	Alex Ingolia	1.00	Review and analyze documents re privilege and production.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

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04/02/25	Joshua King	3.70	Review and analyze outline for 30(b)(6) deposition (2.5); research re deposition preparation outline (1.2).
04/02/25	Kathleen Vera Kinsella	3.70	Review, analyze documents re preparation for deposition (3.1); review, analyze issues re same (.6).
04/02/25	Nikhil Rama Krishnan	0.50	Telephone conference with P. Evangelatos, K&E team re deposition considerations.
04/02/25	Joshua Lacoste	3.00	Telephone conference with P. Evangelatos, K&E team re deposition considerations (.5); review and analyze documents re privilege concerns (2.5).
04/02/25	Amiri A. Lampley	2.90	Review and analyze documents for production re privilege.
04/02/25	Michael D. Lehavi	6.30	Review and analyze documents for production re privilege (3.6); further review and analyze documents re same (1.2); review and analyze documents re projections (1.5).
04/02/25	Chris Leveroni	1.90	Review, analyze deposition preparation materials.
04/02/25	Mike Li	4.40	Draft, analyze production searches (1.4); draft duplicate reports re privilege conflicts documents (1.1); review, analyze production documents re privilege concerns (1.9).
04/02/25	Sean Lopez	11.40	Compile, analyze document review workflows (3.9); draft quality control review batches for attorney review (2.0); draft document review metrics report (1.0); review, revise categorical privilege log (3.8); assign batches for attorney review (.7).
04/02/25	Joshua J. Lustig	2.90	Review and analyze production documents re privilege (1.8); review, revise defensive deposition kits (1.1).
04/02/25	Melanie MacKay	7.00	Conference with S. Henry, K&E team re productions (.4); conference with S. Henry, K&E team re productions (.8); conference with Company re production (.1); review and revise witness kits (2.6); conference with C. Yi, K&E team re privilege and responsiveness determinations (3.1).
04/02/25	Mark McKane, P.C.	0.40	Review, revise 30(b)(6) notice designees.
04/02/25	Briana McNamara	0.50	Conference with S. Henry, K&E team re document review.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Briana McNamara	0.20	Review, analyze documents for production re privilege.
04/02/25	Briana McNamara	0.30	Review, analyze 30(b)(6) deposition responses (.1) draft deposition preparation research (.2).
04/02/25	John Merle	0.50	Review, analyze documents for production re privilege.
04/02/25	Sofia Michael	0.80	Review, analyze documents for production re privilege (.3); correspond with J. Merle, K&E team re document review (.1); review and analyze reports re investigation (.4).
04/02/25	Brent Daniel Mobbs	8.60	Review, analyze documents re privilege and responsiveness (2.0); draft deposition kit in preparation for depositions (3.6); further draft same (3.0).
04/02/25	Shane O'Connor	1.20	Review, analyze first day declaration re litigation issues.
04/02/25	Shane O'Connor	0.50	Review, analyze expert report re valuation.
04/02/25	Emanuele Putrino	3.60	Review, analyze documents re privilege and relevance.
04/02/25	John R. Rhine	5.20	Review, revise witness deposition kit (2.1); review, analyze documents re same (3.1).
04/02/25	Gregory B. Sanford	2.20	Conference with J. Goldfine re deposition (.3); prepare for same (.2); review and analyze expert report material (1.2); correspond with Ducera team re same (.5).
04/02/25	Eric J. Tarosky	5.90	Draft witness kit (5.5); correspond with G. Sanford, K&E team re same (.4).
04/02/25	Kyla Elise Taylor	7.20	Review, analyze production documents re privilege (3.9); further review, analyze same (3.3).
04/02/25	Samantha Tidwell	3.50	Review, analyze documents re privilege, production.
04/02/25	Megan Kiku Trick	0.60	Conference with G. Fox and A. Beavers re Relativity searches (.5); review and analyze documents re privilege (.1).
04/02/25	Matthew Calloway Walker	0.10	Telephone conference with M. Angarola re witness deposition preparation.
04/02/25	Matthew Calloway Walker	0.10	Telephone conference with M. Angarola re document review.
04/02/25	Matthew Calloway Walker	1.00	Review, analyze documents re privilege considerations.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Matthew Calloway Walker	0.40	Correspond with A. Prather re witness deposition preparation.
04/02/25	Matthew Calloway Walker	0.50	Correspond with S. Henry, S. Lopez re document review.
04/02/25	Matthew Calloway Walker	0.70	Review, analyze documents re witness deposition preparation.
04/02/25	Jacob Walker	3.20	Review, analyze documents for production re privilege.
04/02/25	Amber L. Whipkey	3.10	Review, analyze documents for production re privilege.
04/02/25	Jiange Xiao	0.50	Review and analyze documents for production re privilege.
04/02/25	Cara Yi	5.50	Review, analyze document collection re production (2.5); review, analyze correspondence from M. MacKay re depositions (1.2); review, analyze witness materials re depositions (1.8).
04/02/25	Tyler Yoo	2.50	Review and analyze documents re deposition preparation.
04/02/25	Shaoyao Yu	2.20	Review and analyze documents for production privilege.
04/02/25	Yi Zhang	3.30	Review, analyze documents for production re privilege.
04/03/25	Max Joseph Abramson	0.60	Review, analyze documents re depositions.
04/03/25	Michael Angarola	9.90	Review, analyze documents for production re privilege (3.9); further review and analyze same (3.1); review, revise deposition outline re same (2.9).
04/03/25	Bill Arnault, P.C.	7.30	Telephone conference with J. Goldfine, K&E team re hearing (.2); telephone conference with Company re depositions (.4); telephone conference with Petrillo team re same (.2); review and revise 30(b)(6) responses and objections (1.2); review and revise scheduling order (.5); draft correspondence re same (.2); review, analyze standing motion and precedent and letter, outline re same (2.1); conference with M. Kenstowicz re same (.3); prepare for depositions (1.3); review and analyze issues re confirmation litigation (.9).
04/03/25	Will Atnipp	4.30	Review, analyze documents for production re privilege (3.8); draft summary re same, open issues (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

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04/03/25	Anna Therese Beavers	0.40	Conference with G. Fox re document review protocol.
04/03/25	Anna Therese Beavers	4.30	Review, analyze documents for production re privilege.
04/03/25	Magdalene Beck	0.70	Review, analyze documents for production re privilege.
04/03/25	Afi Blackshear	4.70	Review and revise privilege logs (3.9); review, analyze production sets re same (.8).
04/03/25	Danny Brown	8.00	Review and analyze documents re privilege (3.9); further review, analyze documents re same (2.2); review and analyze materials re deposition kits (1.9).
04/03/25	Henry Caldwell	11.50	Review and analyze documents for production re privilege (3.2); conference with S. Henry re revisions to privilege log (.4); analyze, revise privilege log entries re same (3.6); further analyze, revise privilege log re same (3.8); review, analyze issues re same (.5).
04/03/25	Hacibey Catalbasoglu	4.40	Review, analyze documents re prior privilege determination (3.9); review, revise log re same (.5).
04/03/25	Uzo Dike	8.60	Review, analyze quality control and transmit products to parties (.8); correspond with S. Henry, re production letters re same (.2); conference with J. King and T. Johnson re same (.5); review, revise of draft 30(b)(6) deposition outline (3.8); conference with B. McNamara and J. King re organization of same (.3); research re download full families to include in 30(b)(6) deposition outline (1.3); review, revise deposition outline (1.5); correspond with B. McNamara re 30(b)(6) deposition outline (.2).
04/03/25	Ashton Dubey	5.40	Review and analyze materials re deposition (1.5); draft and revise deposition outline (3.9).
04/03/25	Carlos Estrada	11.80	Review, analyze documents re privilege (1.0); conference with H. Caldwell, K&E team re privilege log (.3); review and revise privilege log entries (3.9); further review and revise same (3.9); review, analyze issues re same (2.7).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

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04/03/25	Kaitie Farrell	5.20	Review and analyze documents re deposition preparation (3.0); draft deposition outline (2.2).
04/03/25	Rebecca Finley	1.00	Review and analyze documents for production re privilege.
04/03/25	Garrett Fox	4.30	Review and analyze deposition documents (2.2); review, analyze documents re valuation (2.1).
04/03/25	Houston Gao	2.80	Review and analyze final production sets (1.4); draft production quality control searches (1.4).
04/03/25	Jeffrey Ross Goldfine	5.90	Telephone conference with M. McKane and B. Arnault re hearing (.2); telephone conferences with B. Arnault re schedule and litigation strategy (.6); telephone conference with Company, B. Arnault, K&E team re depositions (.4); telephone conference with J. Klein, B. Arnault re same (.4); review and analyze expert report (3.9); review and analyze settlement proposals (.4).
04/03/25	Belle A. E. Harris	4.10	Review, analyze documents re responsiveness and privilege.
04/03/25	Shayne Henry	9.00	Prepare for exclusivity hearing (1.7); review, analyze revised proposed discovery schedule (.1); review, revise privilege log (1.2); conference with M. MacKay, K&E team re same (.6); coordinate document review (2.3); correspond with A. Whipkey re overlays (.2); conference with Company re 30(b)(6) topics (.5); correspond with vendor re redactions (.6); conference with K. Kinsella re revisions to master deposition outline (.6); review and revise deposition preparation outline and related materials (1.2).
04/03/25	Tiffany Hu	6.80	Review and analyze documents re privilege.
04/03/25	Henry Huang	6.30	Compile, analyze documents for production quality control review (2.8); coordinate delivery of production to opposing counsel (.4); review, analyze production materials re privilege issues (2.3); correspond with KLD re production (.8).
04/03/25	Alex Ingoglia	1.60	Review and analyze documents re production, privilege.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

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04/03/25	Jeffrey M. Jacobsen	7.00	Review, analyze documents re privilege (3.9); further review, analyze documents re same (3.1).
04/03/25	Tamarrian Johnson	4.80	Review and analyze documents re deposition preparation (3.9); conference with J. King re same (.9).
04/03/25	Joshua King	8.10	Conference with U. Dike and T. Johnson re deposition outline (.5); review, analyze documents re 30(b)(6) deposition outline (2.5); review, revise 30(b)(6) deposition outline (3.0); review, revise source documents re same (2.1).
04/03/25	Kathleen Vera Kinsella	4.80	Telephone conference with S. Henry, K&E team re master deposition outline (.5); review, analyze documents in preparation for deposition (2.5); review, revise mock cross outline re deposition preparation (1.8).
04/03/25	Amiri A. Lampley	6.40	Review and revise deposition outline (3.9); review, analyze materials, issues re same (2.5).
04/03/25	Michael D. Lehavi	3.70	Review and analyze documents for production re privilege.
04/03/25	Chris Leveroni	3.30	Review, analyze valuation materials re preparation for deposition (1.2); review, analyze documents for production re privilege (2.1).
04/03/25	Maddison Levine	0.90	Correspond and conference with M. MacKay re discovery, document collection (.5); compile materials re same (.4).
04/03/25	Mike Li	2.50	Review, analyze documents for production re privilege (.8); correspond with H. Huang re document review status, upcoming production (.5); draft summary re same (1.2).
04/03/25	Sean Lopez	8.00	Compile, analyze document review workflows (3.9); draft quality control review documents for attorney review (1.0); draft review metrics report (.6); attend telephone conference with G. Fox re document searches (.5); draft deposition preparation searches for attorney review team (1.0); apply redactions to produced documents re PII (1.0).
04/03/25	James S. Lu	1.00	Review, analyze documents for production re privilege.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/03/25	Joshua J. Lustig	3.90	Review, revise defensive deposition kits (3.1); review, analyze precedent re same (.8).
04/03/25	Melanie MacKay	10.60	Attend pre-hearing litigation strategy telephone conference with B. Arnault, K&E team (.3); review, analyze master deposition outline (.4); conference with S. Henry and M. Kinsella re same (.2); review, analyze issues re document review and production (2.9); conference with A. Whipkey and S. Henry re same (.7); review, analyze potential key documents re depositions (3.0); conference with witness kit teams re deposition preparation (.4); review and revise draft deposition kits (.9); conference with S. Henry, K&E team re same (.3); conference with M. McKane, K&E team re case strategy and upcoming depositions (.3); review, analyze draft scheduling order (.1); conference with S. Henry, K&E team re same (.1); conference with M. McKane, K&E team re collection of intercompany settlement documents and review of same (.4); correspond with D. Hunter, K&E team re collection of emails re intercompany settlement (.6).
04/03/25	Mark McKane, P.C.	1.90	Draft argument and rebuttal points re scheduling and discovery issues (1.6); telephone conference with M. MacKay, K&E team re same (.3).
04/03/25	Briana McNamara	0.50	Draft deposition preparation research.
04/03/25	John Merle	0.60	Review, analyze documents for production re privilege.
04/03/25	Sofia Michael	1.10	Review, analyze documents re privilege and responsiveness.
04/03/25	Brent Daniel Mobbs	11.60	Review, analyze documents re privilege and responsiveness (3.9); further review, analyze documents re same (3.9); review, revise privilege log re same (3.8).
04/03/25	Austin Pennington	2.80	Review, analyze documents for production re privilege.
04/03/25	Armando L. Prather	7.50	Review, analyze documents re witness kit, privilege (3.9); review, revise privilege log, summaries re same (3.1); review analyze issues re same (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/03/25	Emanuele Putrino	4.50	Review, analyze document production re privilege and relevance (3.0); review, analyze expert material re deposition (1.5).
04/03/25	John R. Rhine	7.10	Review, analyze director reports re potential deposition issues (3.9); review, revise witness kits (3.2).
04/03/25	Gregory B. Sanford	4.30	Review and analyze draft witness report (.8); draft deposition outline (.9); research re deposition (1.3); review and analyze materials in support of deposition (1.3).
04/03/25	Eric J. Tarosky	3.80	Draft witness kit (2.2); research re same (.6); review, analyze documents re same (1.0).
04/03/25	Kyla Elise Taylor	7.60	Review, analyze documents re privilege log entries (3.7); further review, analyze same (3.9).
04/03/25	Ishaan G. Thakran	3.40	Conference with J. Black re adequate protection, valuation issues (.5); research re same (1.5); review, revise objection outline re same (1.0); correspond with B. Messing, K&E team re same (.4).
04/03/25	Samantha Tidwell	4.50	Review, analyze documents re privilege (3.9); review, analyze issues re same (.6).
04/03/25	Megan Kiku Trick	2.30	Review, analyze documents re deposition (1.8); conference with S. Lopez, G. Fox and A. Beavers re document review (.5).
04/03/25	Luz Tur-Sinai Gozal	1.70	Review, revise adequate protection objection outline (1.4); correspond with J. Black, K&E team re same (.2); conference with J. Black, K&E team re confirmation workstreams status (.1).
04/03/25	Jacob Walker	6.10	Review, analyze documents for privilege (3.1); further review, analyze documents re same (3.0).
04/03/25	Matthew Calloway Walker	1.80	Correspond with A. Prather, K&E team re witness deposition preparation.
04/03/25	Matthew Calloway Walker	0.10	Correspond with S. Henry re privilege log review.
04/03/25	Matthew Calloway Walker	1.00	Review, analyze documents re privilege considerations.
04/03/25	Matthew Calloway Walker	1.80	Review, analyze documents re witness deposition preparation.
04/03/25	Matthew Calloway Walker	0.80	Telephone conference with M. Angarola re witness deposition preparation.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/03/25	Matthew Calloway Walker	0.70	Correspond with M. Angarola, K&E team re document review.
04/03/25	Matthew Calloway Walker	0.20	Telephone conference with M. Angarola re document review.
04/03/25	Amber L. Whipkey	3.90	Review, analyze documents for production re privilege.
04/03/25	Jiange Xiao	0.50	Review and analyze documents for production re privilege.
04/03/25	Cara Yi	11.10	Review, analyze documents for production re privilege (1.1); telephone conference with M. MacKay, K&E team re privilege log review (.5); review and analyze privilege log entries (3.5); further review and analyze same (3.0); review and analyze production issues re same (3.0).
04/03/25	Shaoyao Yu	4.30	Review and analyze documents for production re privilege, responsiveness.
04/03/25	Yun Zhang	5.30	Review, analyze documents for production re privilege.
04/03/25	Yi Zhang	2.40	Review, analyze documents for production re privilege.
04/04/25	Max Joseph Abramson	7.10	Review, analyze rebuttal expert report (.4); draft summary re revisions to deposition kit (.4); review, analyze documents re privilege (3.9); review and revise deposition materials (.6); draft outline of expert report projections (1.8).
04/04/25	Michael Angarola	8.40	Review, analyze documents for production re privilege (3.9); further review, analyze same (3.9); review, analyze issues re same (.6).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Bill Arnault, P.C.	7.20	Telephone conference with Petrillo team re deposition topics and witnesses (.2); telephone conference with M. MacKay, K&E team re litigation strategy (.4); telephone conference with J. Goldfine, K&E team re case, litigation strategy (.5); review and revise responses and objections to 30(b)(6) notice (1.3); prepare same for service (.3); review, revise letter re standing motion (1.3); review, analyze case law, pleadings re same (.4); review and analyze W&C responses and objections and draft emails re discovery (.8); telephone conference with M. McKane, K&E team re same, litigation status (.3); review and respond to discovery correspondence (.7); review, analyze privilege log (1.0).
04/04/25	Will Atnipp	1.90	Review, analyze documents re privilege log.
04/04/25	Devika M. Balaram	1.70	Review and analyze privilege log protocol and document production primer.
04/04/25	Anna Therese Beavers	1.20	Draft witness outline re deposition.
04/04/25	Anna Therese Beavers	0.40	Review, analyze expert reports re deposition preparation (.3); correspond with M. McKay re same (.1).
04/04/25	Anna Therese Beavers	3.70	Review, analyze documents for production re privilege.
04/04/25	Magdalene Beck	7.30	Review, analyze documents for production re privilege (3.9); draft summary re same, open issues (2.6); review, analyze issues re same (.8).
04/04/25	Afi Blackshear	3.40	Review and revise privilege logs.
04/04/25	Afi Blackshear	1.00	Review, revise report, witness preparation kit.
04/04/25	Danny Brown	3.50	Review and analyze documents for privilege.
04/04/25	Henry Caldwell	6.10	Review, analyze documents re categorical privilege log (3.8); further review, analyze same (1.0); draft summary re same (1.3).
04/04/25	Hacibey Catalbasoglu	1.00	Review and analyze produced communications.
04/04/25	Hacibey Catalbasoglu	3.10	Review and analyze deposition transcript, related materials (2.2); draft summary re same (.9).
04/04/25	Hacibey Catalbasoglu	3.60	Draft deposition outline.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

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04/04/25	Uzo Dike	1.00	Review, analyze expert rebuttal reports (.5); correspond with B. Arnault, K&E team re attorney production review and case management (.5).
04/04/25	Ashton Dubey	4.50	Review and analyze materials re deposition (.6); draft and revise deposition outline (3.4); prepare for and participate in conference with B. Arnault, K&E team re same (.5).
04/04/25	Carlos Estrada	8.20	Review and revise privilege log entries (3.1); further review, analyze same (3.0); review, analyze expert rebuttal reports re updates to Prophecy deposition kit (.2); draft executive summary and analysis re same (1.9).
04/04/25	Peter Evangelatos	4.40	Review, analyze issues, strategy re upcoming depositions (.8); review, analyze expert rebuttal report re same, next steps (3.6).
04/04/25	Kaitie Farrell	3.80	Review, revise deposition preparation outline (.9); review, revise chronology of key documents re deposition preparation (.6); review and analyze documents for production re privilege (2.3).
04/04/25	Garrett Fox	8.10	Review, analyze documents re privilege concerns (3.3); further review, analyze same (3.0); review, analyze production documents re Buddy's valuation (1.8).
04/04/25	Jeffrey Ross Goldfine	5.70	Telephone conference with N. Greenblatt, K&E team re settlement and litigation strategy (.4); telephone conference with M. McKane, K&E team re discovery (.5); prepare for deposition preparation (1.1); review and analyze expert reports re same (3.4); review and analyze W&C discovery responses (.3).
04/04/25	Mara L. Greenberg	3.10	Review and analyze documents for production re privilege and responsiveness.
04/04/25	Belle A. E. Harris	1.60	Review, analyze documents for production re privilege, responsiveness.
04/04/25	Grace Hartnett	7.80	Draft outline re deposition preparation (3.9); review, analyze issues re same (1.8); further review, revise same (2.1).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

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04/04/25	Shayne Henry	5.40	Conference with M. MacKay re document discovery (.7); draft correspondence re same, intercompany settlement (.8); correspond re preparation conference with deponent (.3); conference with A. Whipkey re production strategy (.4); conference with M. McKane re litigation strategy (.5); review and revise generic privilege term screen (.2) correspond with K. Kinsella re themes document for witness preparation (.4); conference with M. MacKay re deposition preparation (.3); review, revise privilege log (.8); correspond with A. Whipkey re same (.2); correspond with M. MacKay re witness preparation materials (.8).
04/04/25	Henry Huang	7.90	Conference with M. MacKay, K&E team re production (.5); correspond with M. MacKay K&E team re internal collection (1.6); correspond with M. Mackay, K&E team re document processing re attorney review (.8); conferences with M. Mackay, K&E team re same (.5); draft review and production status report (.4); compile, analyze documents for quality control review (1.4); compile, analyze documents for production (1.5); correspond with vendor re production (1.2).
04/04/25	Alex Ingoglia	1.50	Review, analyze documents for production re privilege.
04/04/25	Jeffrey M. Jacobsen	2.00	Review, analyze documents for production re privilege.
04/04/25	Tamarrian Johnson	4.00	Compile, analyze expert rebuttal reports (3.7); correspond with U. Dike re same (.3).
04/04/25	Joshua King	0.50	Review, analyze amendments to 30(b)(6) deposition outline.
04/04/25	Kathleen Vera Kinsella	5.50	Review, analyze documents re preparation for deposition (3.1); review, revise mock cross outline re same (2.1); draft master deposition preparation outline (.3).
04/04/25	Amiri A. Lampley	9.80	Review, revise deposition outline (3.9); review, analyze expert reports re same (2.2); review, analyze documents re privilege (3.7).
04/04/25	Michael D. Lehavi	3.60	Review and analyze documents for production re privilege.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Chris Leveroni	2.90	Review and analyze expert reports re deposition (1.2); review and revise deposition materials re same (.5); review, analyze documents for production re privilege (1.2).
04/04/25	Maddison Levine	1.20	Telephone conference with M. MacKay, B. Nakhaimousa re discovery issues, collection parameters (.5); review, analyze issues re same (.3); compile materials re same (.4).
04/04/25	Mike Li	1.40	Research re deposition issues (1.0); draft summary re same (.4).
04/04/25	Sean Lopez	9.80	Compile, analyze document review workflows (3.9); draft document review metrics report (.9); correspond with vendor re quality control review (2.0); draft searches for associate deposition preparation (1.0); draft reporting on unreleased documents re quality control review (1.0); draft overturn reporting on specific quality control review searches (1.0).
04/04/25	James S. Lu	0.60	Review, analyze documents for production re privilege.
04/04/25	Joshua J. Lustig	3.50	Review, revise defensive deposition kits (2.5); review, analyze documents for production re quality control (1.0).
04/04/25	Melanie MacKay	9.80	Conference with M. Li, K&E team re settlement negotiations and case strategy (.5); review and analyze documents re production and privilege issues (3.8); conference with discovery vendor, A. Whipkey and S. Henry re same (.7); review and analyze documents re quality control re privilege and responsiveness coding (1.0); conference with S. Henry, K&E team re same (.8); review and revise deposition kit and key documents (1.3); review, analyze draft objections to 30(b)(6) topics (.1); conference with S. Henry re same (.1); conference with S. Henry, K&E team re case strategy, depositions and completion of document review (.6); correspond with K. Kinsella re master deposition outline (.3); review, analyze draft of same (.3); conference with discovery vendor and Company re productions (.3).
04/04/25	Briana McNamara	1.30	Review, analyze documents re privilege and production.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Briana McNamara	0.50	Review, analyze 30(b)(6) responses (.2); draft deposition preparation research summary (.3).
04/04/25	Sofia Michael	1.80	Review, analyze documents re privilege (1.7); correspond with G. Smith, K&E team re privilege review (.1).
04/04/25	Brent Daniel Mobbs	8.00	Review, analyze documents re privilege and responsiveness (3.9); further review and analyze documents re same (3.0); review, revise privilege log re same (1.1).
04/04/25	Austin Pennington	5.50	Review and analyze documents re privilege (3.7); further review and analyze documents re same (1.0); review, analyze expert reports (.8).
04/04/25	Armando L. Prather	9.60	Review, analyze documents re witness kit (3.6); further review, analyze re same, privilege issues (3.5); review, revise privilege log re same (2.5).
04/04/25	Emanuele Putrino	9.00	Draft deposition outline and questions (3.9); review, revise same (3.1); review, analyze production sets re same (2.0).
04/04/25	John R. Rhine	5.90	Correspond with S. Henry, N. Krishnan and P. Evangelatos re depositions (.3); review, revise deposition preparation outline (2.5); review, analyze documents re same, privilege (3.1).
04/04/25	Gregory B. Sanford	8.90	Correspond with A. Dubey, K&E team re deposition outline (.3); correspond with A. Dubey, K&E team re deposition research (.3); draft deposition preparation overview (1.1); correspond with K. Kinsella and S. Tidwell re deposition preparation materials (.5); review and analyze rebuttal report (3.7); review and analyze issues re same (.6); draft summary re same (2.4).
04/04/25	Michael James Sitcawich	0.60	Review, analyze documents for production re privilege.
04/04/25	Gracie Smith	3.90	Review, analyze privilege log re production (3.0); review, analyze issues re same (.9).
04/04/25	Eric J. Tarosky	7.90	Review, analyze documents re privilege considerations (5.9); review, revise privilege log re same (2.0).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Kyla Elise Taylor	5.60	Review and analyze document re privilege analysis (3.4); review, revise documents re deposition kit (2.2).
04/04/25	Megan Kiku Trick	4.60	Review, analyze documents re privilege (3.0); review, analyze documents for deposition (1.0); review, revise deposition kit (.6).
04/04/25	Jacob Walker	2.20	Review, analyze documents for privilege, quality control batches.
04/04/25	Matthew Calloway Walker	0.10	Correspond with M. MacKay, K&E team re expert rebuttal reports.
04/04/25	Matthew Calloway Walker	3.00	Review, analyze documents re privilege considerations.
04/04/25	Matthew Calloway Walker	1.80	Telephone conference with M. Angarola re document review.
04/04/25	Matthew Calloway Walker	0.10	Telephone conference with M. Angarola re witness deposition preparation.
04/04/25	Matthew Calloway Walker	0.50	Correspond with J. Rhine, K&E team re witness deposition preparation.
04/04/25	Matthew Calloway Walker	0.20	Correspond with M. Angarola, M. MacKay re document review.
04/04/25	Joe Walter	4.30	Review, analyze, documents re privilege log review.
04/04/25	Amber L. Whipkey	5.70	Review, analyze issues, strategy re production, discovery matters (2.6); review, revise privilege log (3.1).
04/04/25	Jiange Xiao	0.60	Review, analyze documents for privilege, responsiveness.
04/04/25	Cara Yi	8.20	Review, analyze documents re privilege (3.9); further review, analyze same (3.1); review, analyze board materials re same, document production (1.2).
04/04/25	Yun Zhang	5.10	Review, analyze documents re privilege log.
04/04/25	Yi Zhang	1.00	Review, analyze documents for production re privilege.
04/05/25	Michael Angarola	5.40	Review, analyze documents re privilege log.
04/05/25	Bill Arnault, P.C.	3.20	Review, analyze W&C discovery responses (.4); draft outline of motion to compel (2.8).
04/05/25	Afi Blackshear	2.80	Review, analyze documents re quality control discovery production (2.0); draft and revise witness deposition kit (.8).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/05/25	Keaton Blazer	1.60	Review and analyze documents for production re privilege.
04/05/25	Christopher Buxton	1.80	Review and analyze documents re privilege logging and production.
04/05/25	Henry Caldwell	1.30	Review and analyze documents re privilege.
04/05/25	Hacibey Catalbasoglu	0.90	Review, analyze documents re prior privilege determination.
04/05/25	Uzo Dike	0.70	Review and analyze documents re completeness.
04/05/25	Ashton Dubey	2.30	Review and analyze materials re deposition (.5); draft and revise deposition outline (1.8).
04/05/25	Carlos Estrada	3.50	Draft deposition kit (2.9); compile, analyze production materials re same (.6).
04/05/25	Kaitie Farrell	3.10	Draft outline re key deposition themes (2.2); review, analyze issues, materials re same (.9).
04/05/25	Shayne Henry	2.10	Review, revise responses to privilege review inquiries (1.0); correspond with A. Prather re deposition (.1); review and revise witness deposition materials (1.0).
04/05/25	Tiffany Hu	5.30	Review and analyze documents for production re privilege (3.9); draft summary re same, open issues (1.4).
04/05/25	Alex Ingoglia	1.10	Review, analyze documents for production re privilege.
04/05/25	Amiri A. Lampley	2.00	Review, revise documents re privilege, deposition outline.
04/05/25	Michael D. Lehavi	0.30	Review and analyze documents re production, privilege.
04/05/25	Chris Leveroni	5.60	Review, analyze documents for privilege, responsiveness.
04/05/25	Sean Lopez	0.50	Draft quality control production batches.
04/05/25	James S. Lu	0.40	Review, analyze documents for production re privilege.
04/05/25	John Merle	3.30	Review, analyze documents for production re privilege.
04/05/25	Sofia Michael	4.50	Review, analyze documents for production re privilege (3.9); correspond with M. MacKay, K&E team re litigation, document strategy (.6).
04/05/25	Austin Pennington	4.30	Review, analyze documents re privilege (2.3); review, revise privilege log conflicts (2.0).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/05/25	Armando L. Prather	4.80	Draft mock cross outline re deposition of J. Klein (2.6); review, analyze documents re privilege (2.2).
04/05/25	Emanuele Putrino	0.40	Review, analyze document production re privilege and relevance.
04/05/25	John R. Rhine	6.40	Review, revise draft witness preparation outlines (3.3); review, analyze documents re privilege (3.1).
04/05/25	Gregory B. Sanford	0.90	Review and analyze expert report.
04/05/25	Eric J. Tarosky	1.30	Review, analyze documents for production re privilege.
04/05/25	Kyla Elise Taylor	4.00	Review, analyze documents re privilege log quality control (2.1); review, revise deposition kit (1.9).
04/05/25	Jacob Walker	1.10	Review, analyze quality control production batches.
04/05/25	Matthew Calloway Walker	3.50	Review, analyze documents re privilege considerations.
04/05/25	Matthew Calloway Walker	0.60	Correspond with S. Henry, S. Michael re document review.
04/05/25	Jiange Xiao	1.00	Review and analyze documents for privilege.
04/05/25	Cara Yi	1.30	Review, analyze board materials re document production.
04/06/25	Michael Angarola	1.70	Review, analyze documents re privilege log.
04/06/25	Bill Arnault, P.C.	0.50	Telephone conference with M. McKane, K&E team, PH team re discovery.
04/06/25	Will Atnipp	4.00	Review, analyze documents re privilege log (1.5); review and analyze rebuttal reports re deposition preparation kit (2.5).
04/06/25	Devika M. Balaram	8.80	Review, analyze relevant discovery re privilege (3.5); further review, analyze same (2.5); review, revise privilege log (2.8).
04/06/25	Anna Therese Beavers	0.20	Draft witness outline re deposition.
04/06/25	Afi Blackshear	4.10	Draft, revise witness deposition preparation kit (3.6); review, analyze issues re same (.5).
04/06/25	Keaton Blazer	1.40	Review and analyze documents for production re privilege.
04/06/25	Henry Caldwell	4.60	Review and analyze documents privilege (3.2); review, analyze valuation expert rebuttal reports (.7); review, revise 30(b)(6) deposition kit re same (.7).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

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04/06/25	Uzo Dike	3.40	Compile, analyze deposition materials (2.0); review, revise deposition preparation outline (.5); conference with M. MacKay and Y. Zhang re same (.2); review and analyze quality control productions re completeness (.7).
04/06/25	Ashton Dubey	2.80	Review and analyze materials re deposition (.6); draft and revise deposition outline (2.2).
04/06/25	Carlos Estrada	3.50	Draft deposition preparation materials (2.9); review, analyze issues re same (.6).
04/06/25	Peter Evangelatos	1.80	Review, analyze drafts of deposition themes (1.6); review, analyze issues re deposition preparation (.2).
04/06/25	Garrett Fox	9.70	Review, analyze documents re deposition preparation binder (3.9); further review, analyze same (3.9); review, analyze issues re same, next steps (1.9).
04/06/25	Houston Gao	1.50	Review and analyze final production set.
04/06/25	Jeffrey Ross Goldfine	0.90	Telephone conference with PH team, M. McKane and B. Arnault, K&E team re litigation strategy (.5); telephone conference with M. McKane, B. Arnault and K&E team re same (.4).
04/06/25	Nicole L. Greenblatt, P.C.	1.50	Conference and correspond with B. Arnault, K&E team re scheduling and discovery matters (.8); review, analyze issues re same (.7).
04/06/25	Shayne Henry	6.10	Draft witness preparation (.3); review, analyze documents re privilege (.4); review, analyze contract reviewer questions re privilege calls (2.0); review, revise deposition preparation materials (2.4); conference with M. McKane re litigation strategy (.5); review, analyze document review coverage (.1); review, analyze document production (.2); review, revise master document binder (.2).
04/06/25	Tiffany Hu	0.20	Review and analyze documents re privilege.
04/06/25	Henry Huang	3.60	Correspond with discovery vendor re analytic models (.5); compile, analyze documents for attorney review (1.1); coordinate final production set (.5); correspond with opposing counsel re production delivery (.9); review and analyze documents re witness preparation (.6).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/06/25	Eric S. Kay	1.60	Review, analyze documents for production re privilege.
04/06/25	Eric S. Kay	4.10	Review and revise draft deposition outline and related materials (3.9); review, analyze issues re same (.2).
04/06/25	Kathleen Vera Kinsella	0.80	Review, analyze documents re witness preparation.
04/06/25	Michael D. Lehavi	1.10	Review and analyze documents for production re privilege, responsiveness.
04/06/25	Chris Leveroni	6.30	Review, analyze documents for production re privilege (3.9); review, analyze issues re same (2.4).
04/06/25	Sean Lopez	1.40	Compile, analyze quality control review batches for attorney review (.5); draft deposition searches (.5); draft review metrics report (.4).
04/06/25	Melanie MacKay	8.50	Review and revise deposition kit and cited documents (3.9); further review, revise same (3.9); conference with S. Henry, K&E team re same (.7).
04/06/25	Sofia Michael	0.20	Review, analyze documents for production re privilege.
04/06/25	Brent Daniel Mobbs	3.40	Review, analyze documents for production re privilege (.2); review, analyze materials re deposition preparation (1); draft deposition preparation materials (2.2).
04/06/25	Shane O'Connor	3.00	Review, analyze documents for production re privilege.
04/06/25	Austin Pennington	4.00	Review, analyze documents for production re privilege, quality control (3.1); review, analyze issues re same (.9).
04/06/25	Armando L. Prather	9.50	Review, revise mock cross re deposition (3.9); prepare for same (3.0); review, analyze documents for production re privilege (2.6).
04/06/25	Emanuele Putrino	1.00	Review, analyze document production re privilege and relevance.
04/06/25	John R. Rhine	4.70	Review, analyze Wartell report re witness preparation (2.5); draft key themes re witness deposition preparation (2.2).
04/06/25	Michael James Sitcawich	1.30	Review, analyze documents for production re privilege.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/06/25	Kyla Elise Taylor	4.80	Review, analyze documents for production re privilege (3.9); review, revise deposition kits (.9).
04/06/25	Jacob Walker	1.30	Review, analyze documents for production re privilege.
04/06/25	Matthew Calloway Walker	0.20	Correspond with J. Walker re document review.
04/06/25	Amber L. Whipkey	0.90	Review, analyze documents re strategy, production, privilege log.
04/06/25	Cara Yi	0.40	Review, analyze documents for production re privilege.
04/06/25	Shaoyao Yu	0.70	Draft summary re deposition outline.
04/06/25	Yun Zhang	1.50	Review, analyze documents for production re privilege.
04/06/25	Yi Zhang	6.30	Draft deposition kit (3.9); review, analyze production sets, issues re same (2.4).
04/07/25	Max Joseph Abramson	8.20	Review, revise deposition preparation materials (3.9); review, analyze issues re same (2.8); review, analyze documents for production re privilege (1.5).
04/07/25	Michael Angarola	6.50	Review, analyze documents re privilege (3.2); review, revise privilege log re same (3.3).
04/07/25	Bill Arnault, P.C.	5.00	Prepare for deposition preparation meetings (3.9); correspond and conference with M. McKane, K&E team re discovery (1.1).
04/07/25	Will Atnipp	4.10	Review and analyze documents re deposition preparation (2.1); draft and revise deposition preparation kit (2.0).
04/07/25	Devika M. Balaram	4.80	Review, analyze documents for production re privilege (3.9); review, analyze privilege log re same (.9).
04/07/25	Anna Therese Beavers	1.10	Review, analyze documents for production re privilege, responsiveness.
04/07/25	Anna Therese Beavers	4.50	Draft witness outline re deposition (3.9); review, analyze issues re same (.6).
04/07/25	Afi Blackshear	6.90	Review, revise witness deposition kit (3.9); review, analyze issues re same (2.1); review, analyze production materials re privilege, coding issues (.9).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Danny Brown	11.10	Review and analyze documents for privilege (2.1); review and analyze materials re witness outline (5.3); review, revise witness outline (3.7).
04/07/25	Henry Caldwell	6.50	Conference with M. MacKay and S. Henry re privilege review (.5); review and analyze documents re intercompany settlement re privilege and production (3.9); review, revise document batches re inconsistent or incomplete coding for production (2.1).
04/07/25	Hacibey Catalbasoglu	4.80	Analyze and review documents re prior privilege determination.
04/07/25	Caitlin Dean	4.70	Review, analyze documents for production re privilege (2.9); analyze expert report re expert deposition preparation (1.8).
04/07/25	Uzo Dike	3.40	Review, analyze deposition preparation outline (.6); conference with K. Kinsella re same (.2); conference with T. Johnson re production review assignments (.2); prepare for scheduling hearing (.5); conference with M. MacKay and S. Henry re same (.1); compile, analyze production documents (1.8).
04/07/25	Ashton Dubey	3.80	Review and analyze materials re depositions (.5); draft and revise deposition outline (3.3).
04/07/25	Carlos Estrada	6.10	Conference with M. MacKay, K&E team re document privilege review (.2); review, analyze documents re privilege (3.0); further review, analyze documents re same, quality control, relevance (2.9).
04/07/25	Peter Evangelatos	7.40	Review, revise deposition outlines and key case themes (3.0); review, analyze expert reports (3.9); review, analyze subpoena and status (.5).
04/07/25	Kaitie Farrell	1.90	Review, revise summary of key themes document re deposition preparation (.3); review and analyze documents for privilege (1.6).
04/07/25	Garrett Fox	9.60	Review, analyze documents re deposition preparation binder (3.9); review, analyze issues re same (.6); review, revise deposition preparation binder (3.9); review, revise deposition outlines (1.2).
04/07/25	Houston Gao	2.30	Review, analyze production documents re privilege, responsiveness.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Jeffrey Ross Goldfine	7.60	Telephone conference with B. Arnault re litigation schedule and next steps (.2); telephone conference with PH team re same (.1); telephone conference with N. Greenblatt, K&E team re litigation strategy (.1); prepare for deposition preparation (2.1); review and analyze expert reports (3.9); review, analyze production issues, open items (1.2).
04/07/25	Mara L. Greenberg	2.90	Review and analyze documents for production re privilege, relevance, responsiveness.
04/07/25	Belle A. E. Harris	4.40	Review, analyze documents re deposition preparation (2.2); review, analyze deposition preparation outline (2.2).
04/07/25	Shayne Henry	9.30	Conference with A. Whipkey and M. MacKay re document discovery (.5); conference with H. Caldwell re privilege review (.5); review, analyze bench ruling, scheduling issues re same (.5); prepare for witness meetings (3.3); review, revise responses to privilege review inquiries (1.4); compile, analyze document review batches (1.6); review, analyze documents re privilege (1.3); correspond with Company and M. MacKay, K&E team re deposition preparation meetings (.2).
04/07/25	Henry Huang	7.40	Compile, analyze documents for production (2.6); coordinate attorney review of same (1.2); review, analyze documents re production quality control (1.3); review and analyze documents re inconsistent coding (1.8); conference with LPT team re review and production status (.5).
04/07/25	Alex Ingoglia	5.40	Review, analyze expert report re deposition kit (.7); review, revise deposition kit (2.8); review, analyze documents re privilege (1.9).
04/07/25	Jeffrey M. Jacobsen	2.50	Review, analyze documents re privilege, quality control (2.1); review, analyze privilege log (.4).
04/07/25	Tamarrian Johnson	6.70	Review, analyze documents re deposition preparation kit (3.9); review, revise deposition outline re same (2.1); conference with U. Dike re same (.7).
04/07/25	Tamarrian Johnson	4.60	Draft deposition preparation binder (3.9); conference with U. Dike re same (.7).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Eric S. Kay	1.50	Review, analyze documents re privilege.
04/07/25	Kathleen Vera Kinsella	7.60	Review, analyze documents re preparation for deposition (3.2); review, revise mock cross examination questions re same (2.9); review, revise master deposition preparation outline (1.5).
04/07/25	Nikhil Rama Krishnan	2.50	Correspond with M. MacKay, K&E team re deposition preparation (.2); review and analyze collected materials re privilege, quality control (1.1); draft deposition kit (1.2).
04/07/25	Joshua Lacoste	1.50	Review and analyze documents re privilege.
04/07/25	Michael D. Lehavi	1.10	Review and analyze documents re production re privilege.
04/07/25	Chris Leveroni	6.40	Review, analyze documents re privilege, quality control (3.2); further analyze documents re same (1.6); review, analyze deposition issues and open items (1.6).
04/07/25	Maddison Levine	1.80	Telephone conference with M. MacKay re discovery, open items (.4); draft summary re same (.4); correspond with B. Nakhaimousa, K&E team re same (.2); correspond with Company, MN, J. Goldfine, K&E team re Gale discovery (.3); compile, analyze same (.5).
04/07/25	Mike Li	3.50	Telephone conference with H. Huang re discovery status, upcoming productions and new pending requests (.4); correspond with discovery vendor re document review issues (.3); review, analyze same (.7); prepare for depositions (2.1).
04/07/25	Sean Lopez	9.80	Compile, analyze document review workflows (3.7); review, revise documents re quality control review (1.5); draft attorney production review assignments (2.0); draft downgrade review workflows (1.6); draft breakdown of documents re quality control review (.5); review, revise overturn analysis (.5).
04/07/25	James S. Lu	1.60	Review, revise privilege review log.
04/07/25	Joshua J. Lustig	3.80	Review, revise expert reports (2.3); review, revise deposition kits re same (1.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Melanie MacKay	4.20	Review and analyze document re production, coding, privilege (3.7); conference with S. Henry, K&E team re same (.5).
04/07/25	Melanie MacKay	1.30	Review, analyze documents re quality control coding (.8); conference with S. Henry, K&E team re privilege and other coding (.5).
04/07/25	Melanie MacKay	4.50	Review and revise deposition kits (3.9); conference with S. Michael, K&E team re same (.6).
04/07/25	Melanie MacKay	0.40	Review and revise master deposition outline.
04/07/25	Mark McKane, P.C.	3.30	Review, analyze discovery production issues (1.5); draft outline and rebuttal re scheduling issues (1.3); conference with B. Arnault, S. Henry re document production timing (.5).
04/07/25	Briana McNamara	1.80	Review and analyze documents and quality control for privilege re document production.
04/07/25	Briana McNamara	1.30	Review and analyze 30(b)(6) responses (.8); draft summary re deposition preparation research (.5).
04/07/25	Makala McNeil	3.10	Review and analyze documents for deposition preparation deposition kit (2.0); draft outline re same (1.1).
04/07/25	Sofia Michael	0.10	Correspond with M. MacKay, K&E team re document review.
04/07/25	Brent Daniel Mobbs	9.20	Review, analyze documents re privilege and responsiveness (3.1); review, analyze privilege log (3.0); further review, analyze documents for production re same (3.1).
04/07/25	Brian Nakhaimousa	0.50	Conference with M. MacKay re discovery matters (.4); correspond with M. Levine, K&E team re same (.1).
04/07/25	Shane O'Connor	3.40	Review, analyze documents re privilege (2.9); review, analyze issues re same (.5).
04/07/25	Austin Pennington	7.80	Review, analyze documents re privilege quality control (3.0); review and analyze financial projections re deposition kit (3.5); draft summaries and takeaways re deposition preparation (1.3).
04/07/25	Armando L. Prather	7.20	Review, revise mock cross outline re deposition (3.2); further review, revise same (3.0); review, analyze documents for production re privilege (1.0).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

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04/07/25	Emanuele Putrino	7.20	Draft outline of questions re deposition (3.4); review, analyze document production re privilege and relevance (3.8).
04/07/25	John R. Rhine	4.80	Review, revise witness preparation materials (2.1); review, revise document list re depositions (1.1); correspond with S. Henry and M. MacKay re depositions (.5); review analyze correspondence, documents re same (1.1).
04/07/25	Gregory B. Sanford	3.20	Review, analyze documents supporting deposition defense preparation (.9); review and analyze research in support of deposition (1.2); draft materials re same (.9); conference with A. Dubey re same (.2).
04/07/25	Gracie Smith	9.30	Review, analyze documents re deposition kit (3.9); review, revise same (3.9); review, analyze issues re same (1.5).
04/07/25	Eric J. Tarosky	9.40	Review, analyze documents for privilege (2.9); review, revise deposition kit (1.0); conference with M. MacKay, K&E team re same (.5); research re support of same (2.0); review, analyze documents for privilege, quality control (3.0).
04/07/25	Kyla Elise Taylor	7.10	Conference with M. MacKay and S. Henry re privilege (.5); review, analyze documents for privilege (3.2); further review, analyze documents for same, relevance, responsiveness (3.4).
04/07/25	Samantha Tidwell	2.00	Draft key events chronology re discovery production (1.1); review, analyze issues re same (.9).
04/07/25	Megan Kiku Trick	3.00	Review, analyze documents for privilege, relevance (2.0); review, revise deposition preparation kit (1.0).
04/07/25	Jacob Walker	2.00	Review, analyze documents re privilege.
04/07/25	Matthew Calloway Walker	1.10	Correspond with S. Henry, K&E team re privilege document review.
04/07/25	Matthew Calloway Walker	1.10	Correspond with M. Angarola, K&E team re witness deposition preparation.
04/07/25	Matthew Calloway Walker	0.60	Telephone conference with M. Angarola re witness deposition preparation.
04/07/25	Matthew Calloway Walker	3.10	Review, analyze documents re document review, privilege considerations.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/07/25	Matthew Calloway Walker	0.10	Review, revise witness kit re witness deposition preparation.
04/07/25	Matthew Calloway Walker	0.10	Review, analyze documents re witness deposition preparation.
04/07/25	Joe Walter	1.80	Review, analyze documents re privilege.
04/07/25	Amber L. Whipkey	5.80	Review, analyze issues re document review, production, related discovery matters (2.7); review, revise privilege log (3.1).
04/07/25	Jiange Xiao	3.00	Review, analyze documents re privilege issues (2.1); review, revise witness deposition outlines (.9).
04/07/25	Cara Yi	5.50	Review, analyze prior testimony re litigation issues (1.6); review, revise valuation mock cross examination outline (3.9).
04/07/25	Yun Zhang	3.50	Review, analyze documents for production re privilege.
04/07/25	Yi Zhang	6.60	Draft deposition kit (2.5); review and analyze documents for production re privilege (3.6); draft deposition outline (.5).
04/08/25	Max Joseph Abramson	6.00	Review, analyze documents re privilege.
04/08/25	Michael Angarola	7.80	Review, analyze privilege batches re quality control privilege tagging (3.9); further review, analyze documents re same (3.9).
04/08/25	Bill Arnault, P.C.	8.20	Participate in deposition preparation session (1.5); prepare for same (1.9); correspond with M. MacKay, K&E team re document production and discovery (.8); participate in conference with PH re discovery responses (.2); prepare for same (1.1); prepare for deposition preparation (2.1); prepare for deposition preparation re valuations and projections (.6).
04/08/25	Will Atnipp	3.50	Review, analyze documents re privilege, quality control.
04/08/25	Devika M. Balaram	6.40	Review, analyze documents re privilege (3.9); review, revise privilege log (2.5).
04/08/25	Anna Therese Beavers	1.30	Review, analyze documents for production re privilege.
04/08/25	Anna Therese Beavers	5.10	Draft witness outline re deposition (3.9); research re same (1.2).
04/08/25	Magdalene Beck	5.40	Review, analyze documents re privilege (3.9); review, revise deposition outline (1.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/08/25	Afi Blackshear	1.20	Review, revise witness deposition kit.
04/08/25	Afi Blackshear	3.90	Review, analyze documents for production re quality control (3.4); review, revise witness deposition kit (.5).
04/08/25	Keaton Blazer	0.80	Review and analyze documents for production re privilege.
04/08/25	Socrates L. Boutsikaris	2.20	Review, analyze documents re privilege.
04/08/25	Danny Brown	9.80	Review and analyze materials re witness outline (1.4); draft witness outline (3.9); review, revise same (3.9); review, analyze issues re same (.6).
04/08/25	Christopher Buxton	1.30	Review and analyze documents re privilege and production.
04/08/25	Henry Caldwell	11.20	Review, analyze documents re privilege (3.9); further review and analyze documents re same, open issues (3.9); review, revise deposition outlines, analysis re same (3.4).
04/08/25	Hacibey Catalbasoglu	1.50	Telephone conference with B. Arnault, K&E team and Company re litigation matters.
04/08/25	Hacibey Catalbasoglu	2.90	Review, analyze documents for prior privilege determination (2.1); draft summary re same (.8).
04/08/25	Caitlin Dean	4.30	Review, analyze documents for production re privilege (3.9); review, analyze issues re same (.4).
04/08/25	Uzo Dike	3.80	Review, revise cover letter re production (.5); review, revise primary deposition preparation binder (1.2); review, revise deposition file documents (.7); review, revise document production summary (.5); compile, analyze discovery materials and pleadings (.9).
04/08/25	Ashton Dubey	5.80	Review and analyze materials re deposition (1.9); draft and revise deposition outline (3.9).
04/08/25	Carlos Estrada	4.90	Review, analyze documents for production re privilege (3.2); review, revise deposition outlines re same (1.7).
04/08/25	Peter Evangelatos	4.80	Review, revise deposition outlines (3.9); review, analyze production materials re same (.9).
04/08/25	Kaitie Farrell	1.80	Review and analyze documents re privilege.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

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04/08/25	Rebecca Finley	4.20	Review, analyze documents for production re privilege (3.9); review, analyze issues re same (.3).
04/08/25	Garrett Fox	10.20	Revise deposition preparation binder (3.9); review, analyze documents for production re privilege (3.3); further review, analyze documents for production re same, responsiveness, quality control (3.0).
04/08/25	Jeffrey Ross Goldfine	4.30	Participate in deposition preparation session (1.7); participate in deposition preparation meeting (1.5); participate in second deposition preparation session (1.1).
04/08/25	Jeffrey Ross Goldfine	0.90	Participate in deposition preparation.
04/08/25	Mara L. Greenberg	3.10	Review, analyze documents for production re privilege, quality control (2.7); review, analyze privilege log re same (.4).
04/08/25	Belle A. E. Harris	3.40	Draft document descriptions and executive summary re deposition preparation (2.1); review, analyze materials, issues re same (1.3).
04/08/25	Grace Hartnett	5.00	Review and analyze documents re privilege.
04/08/25	Shayne Henry	12.10	Prepare for deposition (3.9); conference with deponent re depositions (2.1); review, revise document production cover letter (.2); correspond with M. MacKay re document discovery (.6); conference with A. Whipkey and M. MacKay re document discovery (.6); correspond with G. Hartnett, K&E team re inquiries re privilege of documents (2.8); review and analyze documents re privilege (1.0); correspond with B. Nakhaimousa re litigation update (.4); correspond with M. Levine re MNAT document inquiry (.2); correspond with Akin re privilege log (.1); coordinate deposition preparation meetings (.2).
04/08/25	Henry Huang	9.70	Compile, analyze documents for production (2.9); review, analyze same re quality control (2.6); coordinate attorney review of same (1.3); draft and review and production status report (1.7); correspond with discovery vendor re document production (1.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/08/25	Derek I. Hunter	1.60	Telephone conference with M. Levine, K&E team, Company re appellant's reply discussion (.5); review, analyze materials re same (1.1).
04/08/25	Alex Ingoglia	2.20	Review, analyze documents for production re privilege, responsiveness.
04/08/25	Jeffrey M. Jacobsen	1.50	Review, analyze documents for production re privilege.
04/08/25	Tamarrian Johnson	4.00	Review, analyze production materials re privilege, quality control (3.5); conference with U. Dike re same (.5).
04/08/25	Eric S. Kay	4.40	Review, analyze documents re privilege (3.9); review, analyze privilege log re same (.5).
04/08/25	Joshua King	0.50	Conference with U. Dike re deposition outline coordination, status.
04/08/25	Kathleen Vera Kinsella	5.60	Review, analyze documents re preparation for deposition (2.2); review, revise outline of themes and mock cross examination questions for same (1.8); review, revise master deposition preparation outline (1.6).
04/08/25	Nikhil Rama Krishnan	1.50	Draft deposition kit for expert.
04/08/25	Joshua Lacoste	2.00	Review and analyze documents re privilege.
04/08/25	Michael D. Lehavi	7.10	Review and analyze deposition preparation kit (1.0); conference with M. MacKay, J. Ross, Y. Zhang and C. Rowland re deposition preparation (1.5); review and analyze documents for production re privilege, relevance (3.9); review, analyze issues re same (.7).
04/08/25	Chris Leveroni	6.40	Review, analyze documents for production re privilege, relevance (3.9); further review, analyze documents re same, responsiveness (1.3); review, analyze materials re preparation deposition (1.2).
04/08/25	Mike Li	6.40	Review, revise production searches re review protocol (3.0); conference with S. Lopez, K&E team re document review status, production quality control (.5); review, analyze pre-production staging workflow re large production set (2.3); review, analyze duplicate privilege conflict documents (.6).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/08/25	Sean Lopez	7.30	Compile, analyze document review workflows (3.7); review, analyze review progress metrics (1.0); compile, analyze batches for quality control review (2.0); conference with discovery vendor re document review and production status (.5); prepare for same (.1).
04/08/25	James S. Lu	4.20	Review, analyze documents re privilege, responsiveness (3.9); review, analyze issues re same (.3).
04/08/25	Joshua J. Lustig	4.40	Review, analyze documents re privilege.
04/08/25	Melanie MacKay	2.10	Review and revise deposition kits (1.6); conference with E. Tarosky, K&E team re same (.5).
04/08/25	Melanie MacKay	2.20	Review, revise deposition kits (1.7); conference with E. Tarosky, K&E team re same (.5).
04/08/25	Melanie MacKay	4.60	Review, analyze documents re production, privilege (3.9); conference with discovery vendor, S. Henry and A. Whipkey re same (.7).
04/08/25	Melanie MacKay	1.50	Review, analyze documents re quality control (1.0); conference with M. Lehavi, K&E team re privilege (.5).
04/08/25	Melanie MacKay	0.40	Conference with E. Tarosky, K&E team re revisions to deposition kit.
04/08/25	Melanie MacKay	1.50	Conference with witness re deposition.
04/08/25	Mark McKane, P.C.	2.50	Draft timeline of key events re document production (.9); review, analyze documents re witness preparation sessions (1.6).
04/08/25	Briana McNamara	0.30	Review, analyze documents re privilege and production.
04/08/25	Makala McNeil	2.70	Review and analyze documents re privilege concerns (.5); draft deposition kit (1.2); draft summary re same (1.0).
04/08/25	John Merle	1.00	Review, analyze documents for production re privilege.
04/08/25	Sofia Michael	3.50	Review, analyze documents for production re privilege (3.2); correspond with M. MacKay K&E team re privilege review (.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/08/25	Brent Daniel Mobbs	9.50	Review, analyze documents re privilege and responsiveness (3.9); further review, analyze documents re same, quality control (3.0); review, analyze privilege log re same (2.6).
04/08/25	Shane O'Connor	4.60	Review, analyze documents for privilege and responsiveness.
04/08/25	Austin Pennington	0.80	Review, analyze documents for production re privilege.
04/08/25	Armando L. Prather	8.80	Review, revise deposition outline (3.5); attend deposition preparation session (1.6); review, analyze documents for production re privilege (3.7).
04/08/25	Emanuele Putrino	8.00	Draft deposition outline questions (3.9); review, analyze issues re same (.8); review, analyze documents re privilege and relevance (3.3).
04/08/25	John R. Rhine	4.80	Review, analyze documents re witness preparation re deposition (2.8); review, revise deposition preparation materials (1.0); review, analyze document chronology re same (1.0).
04/08/25	Gregory B. Sanford	3.90	Review and analyze documents re valuation (1.2); review and revise outline re deposition (2.7).
04/08/25	Michael James Sitcawich	5.50	Review, analyze documents for production re privilege (3.9); review, revise privilege log re same (1.6).
04/08/25	Gracie Smith	7.90	Review and analyze documents re privilege and responsiveness (5.9); review, revise deposition kit (2.0).
04/08/25	Eric J. Tarosky	8.80	Review, analyze documents re privilege, relevance (3.4); review, revise deposition kit (2.1); conference M. MacKay, K&E team re same (.5); research re same (1.5); review, analyze documents for production re quality control (1.3).
04/08/25	Kyla Elise Taylor	8.30	Review, analyze documents for production re privilege, relevance (3.9); review, revise deposition outline re same (3.3); review, analyze issues, next steps re same (1.1).
04/08/25	Samantha Tidwell	1.40	Review, analyze documents for production re privilege.
04/08/25	Megan Kiku Trick	5.00	Draft deposition preparatory kit (2.0); review, analyze documents re privilege log (3.0).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/08/25	Jacob Walker	3.20	Review, analyze documents for production re privilege, responsiveness.
04/08/25	Matthew Calloway Walker	0.80	Telephone conference with M. Angarola re witness deposition preparation.
04/08/25	Matthew Calloway Walker	0.20	Review, analyze independent directors' investigative report re witness deposition preparation.
04/08/25	Matthew Calloway Walker	0.60	Correspond with B. Arnault and K&E team re document review.
04/08/25	Matthew Calloway Walker	3.30	Review, analyze documents re privilege considerations, relevance.
04/08/25	Matthew Calloway Walker	0.50	Correspond with M. Li, K&E team re witness deposition preparation.
04/08/25	Joe Walter	5.60	Review and analyze documents re privilege log.
04/08/25	Amber L. Whipkey	6.10	Review and revise deposition outlines (2.2); review, analyze documents re privilege (3.9).
04/08/25	Jiange Xiao	1.00	Review and analyze documents re privilege issues (.6); review and analyze documents re document production and deposition kits (.4).
04/08/25	Cara Yi	8.30	Review, analyze document collection re responsiveness, relevance (3.9); review, analyze documents re privilege (3.2); review, analyze materials re deposition preparation (1.2).
04/08/25	Tyler Yoo	3.00	Review, analyze documents for production re privilege.
04/08/25	Yun Zhang	2.70	Review and analyze documents re privilege, relevance.
04/08/25	Yi Zhang	4.40	Participate in deposition preparation conference (1.5); draft summary re same (.5); review and analyze documents re same (2.4).
04/09/25	Max Joseph Abramson	3.50	Review and revise deposition preparation materials (2.9); correspond with M. MacKay, K&E team re same (.6).
04/09/25	Michael Angarola	5.40	Review, analyze documents re privilege, production issues.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/09/25	Bill Arnault, P.C.	7.90	Telephone conference with Company re subpoena (.3); prepare for same (.3); participate in deposition preparation meeting (1.1); prepare for same (1.2); telephone conference with M. McKane, K&E team re litigation matters (.3); review and revise litigation schedule (.5); draft motion to compel discovery (1.1); review, analyze precedent re same (.7); prepare for depositions (2.4).
04/09/25	Will Atnipp	3.90	Review, analyze documents re privilege log.
04/09/25	Devika M. Balaram	10.40	Review, analyze production documents re privilege, relevance (3.9); further review, analyze documents re same (3.2); review, revise deposition outlines (3.0); review, analyze issues re same (.3).
04/09/25	Anna Therese Beavers	7.80	Review, analyze documents re production issues, privilege (3.9); review, revise privilege log re same (3.1); review, analyze issues re same (.8).
04/09/25	Magdalene Beck	5.50	Review and analyze documents for production re quality control (3.9); further review and analyze documents re privilege (1.6).
04/09/25	Afi Blackshear	5.30	Review and analyze documents for production re privilege, responsiveness (3.8); conference with B. Arnault, K&E team re witness deposition preparation (1.5).
04/09/25	Keaton Blazer	2.10	Review and analyze documents for production re privilege issues.
04/09/25	Socrates L. Boutsikaris	2.20	Review and analyze documents for production re privilege.
04/09/25	Danny Brown	10.60	Draft witness outline (2.8); review and analyze documents for production re privilege and responsiveness (3.9); further review and analyze documents re same (3.9).
04/09/25	Christopher Buxton	1.00	Review and analyze documents re privilege and production.
04/09/25	Henry Caldwell	8.80	Review, analyze documents re production issues, privilege (3.8); further review, analyze documents re same (2.0); review, revise deposition outlines re same (3.0).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/09/25	Hacibey Catalbasoglu	2.90	Review, analyze production documents re prior privilege determination.
04/09/25	Uzo Dike	3.40	Review, analyze production issues (.8); correspond with discovery vendor re production letters re same (.2); conference with J. King and T. Johnson re review assignments (.5); compile, analyze appellate materials (.4); conference with D. Balaram re same (.1); review, revise deposition preparation kit (.7); review, revise deposition outline (.7).
04/09/25	Ashton Dubey	6.30	Review and analyze materials re deposition (2.4); draft and revise deposition outline (3.9).
04/09/25	Carlos Estrada	5.80	Review, analyze documents for production re privilege (3.9); review, revise deposition outlines (1.9).
04/09/25	Peter Evangelatos	3.10	Review, revise deposition outlines.
04/09/25	Kaitie Farrell	2.10	Review, analyze issues re deposition preparation (1.6); review, revise deposition preparation outline re same (.5).
04/09/25	Rebecca Finley	3.50	Review, analyze documents for production re privilege.
04/09/25	Garrett Fox	10.10	Review, analyze documents re privilege (3.7); review, analyze documents for production re quality control (3.4); further review, analyze documents re same (3.0).
04/09/25	Houston Gao	2.30	Telephone conference with M. MacKay, K&E team re litigation status update (.5); review and analyze final production set (1.8).
04/09/25	Jeffrey Ross Goldfine	2.50	Prepare for depositions (1.0); review, analyze outlines, materials re same (1.5).
04/09/25	Mara L. Greenberg	4.10	Review, analyze documents re privilege and relevance.
04/09/25	Belle A. E. Harris	3.40	Review, revise deposition outline (2.9); review, analyze issues re same (.5).
04/09/25	Grace Hartnett	4.00	Review and analyze documents for production re privilege (3.7); review, analyze witness deposition outline (.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/09/25	Shayne Henry	12.70	Prepare for deposition preparation meeting (3.0); prepare for witness preparation meetings (.8); correspond with M. Walker re interview notes (.2); review, analyze document review issues (2.3); draft case themes re discovery (.3); correspond with K. Kinsella re same (.2); conference with M. MacKay re document productions (.5); prepare witness for deposition (1.5); conference with M. McKane re litigation strategy (.6); review, revise responses to privilege inquiries (1.2); correspond with Akin team re privilege log (.1); conference with M. MacKay re same (.3); correspond with M. MacKay re conference with PH team (.1); compile, analyze document productions (.3); review, analyze documents for production re privilege, responsiveness (1.3).
04/09/25	Tiffany Hu	2.60	Review and analyze documents for production re privilege.
04/09/25	Henry Huang	6.40	Review, analyze documents for production re privilege, responsiveness (1.8); review, revise documents for pre-production quality control (2.3); draft production status report (1.7); correspond with discovery vendor re document production (.6).
04/09/25	Alex Ingoglia	10.30	Review, analyze documents for production re privilege and responsiveness (3.9); further review, analyze same (3.1); review, revise deposition outline, privilege log re same (3.3).
04/09/25	Jeffrey M. Jacobsen	1.00	Review, analyze production documents re privilege.
04/09/25	Tamarrian Johnson	4.50	Review, revise deposition preparation kit (4.0); conference with U. Dike re same (.5).
04/09/25	Sarah Jones	3.40	Review, revise adequate protection objection (3.2); correspond with B. Messing re same (.2).
04/09/25	Joshua King	0.40	Review, analyze deposition preparation outline.
04/09/25	Kathleen Vera Kinsella	5.00	Review, analyze documents re preparation for deposition (1.9); review, revise deposition outline and mock cross re same (3.1).
04/09/25	Nikhil Rama Krishnan	2.00	Draft deposition kit.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/09/25	Michael D. Lehavi	7.50	Review and analyze documents for production re privilege, related issues (3.9); further review, analyze same (3.6).
04/09/25	Chris Leveroni	3.50	Review, analyze documents re production, privilege (2.1); review, analyze materials re preparation for deposition (1.4).
04/09/25	Mike Li	3.50	Review, analyze document support metrics (1.5); conference with H. Huang re document review, case status and upcoming production plan (.6); research re target emails and attachments (.4); review, analyze document metrics (.5); draft K&E review, production reports (.5).
04/09/25	Sean Lopez	11.60	Compile, analyze document review workflows (3.9); compile, analyze quality control review batches (1.5); draft attorney review re privilege (3.7); review, revise regular review metrics (2.0); review, analyze witness preparation searches (.5).
04/09/25	James S. Lu	2.50	Review, analyze documents for production re privilege.
04/09/25	Joshua J. Lustig	4.70	Review, analyze documents for production re privilege (2.5); review, analyze pleadings, produced documents, other docket filings re deposition kits (2.2).
04/09/25	Melanie MacKay	1.00	Attend deposition preparation meeting with M. McKane, K&E team.
04/09/25	Melanie MacKay	4.70	Review and revise deposition kit (3.9); conference with B. Arnault, K&E team re same (.8).
04/09/25	Melanie MacKay	3.40	Attend deposition preparation session with M. McKane, K&E team (1.1); prepare for same (1.9); conference with S. Henry, K&E team re same (.4).
04/09/25	Melanie MacKay	0.20	Conference with Company re potential productions.
04/09/25	Melanie MacKay	1.40	Review, analyze documents re production issues (.9); conference with S. Henry, K&E team re same (.5).
04/09/25	Melanie MacKay	3.40	Review, analyze document production re privilege, responsiveness (2.9); conference with S. Henry and W. Whipkey re same (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

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04/09/25	Melanie MacKay	1.10	Review and analyze documents re privilege (.5); conference with S. Henry, K&E team re same (.6).
04/09/25	Mark McKane, P.C.	3.30	Attend witness deposition preparation session (1.1); prepare for same (1.3); correspond with B. Arnault, K&E team re discovery schedule, proposed confirmation dates (.4); conference with B. Arnault, K&E team re depositions, motion to compel and scheduling (.5).
04/09/25	Briana McNamara	3.30	Review, analyze documents for production re privilege.
04/09/25	Makala McNeil	4.00	Review, analyze deposition materials (2.2); review and analyze documents re privilege and responsiveness (1.8).
04/09/25	John Merle	5.80	Review, analyze documents for production re privilege (3.9); review, revise deposition kits (1.9).
04/09/25	Sofia Michael	0.30	Review, analyze documents for production re privilege.
04/09/25	Brent Daniel Mobbs	9.20	Review, analyze documents re privilege and responsiveness (3.9); further review, analyze same (2.7); review, revise witness preparation outline re same (2.6).
04/09/25	Shane O'Connor	0.20	Review, analyze documents for production re privilege.
04/09/25	Austin Pennington	9.40	Review, analyze documents for production re privilege (3.9); draft summary re same (2.4); review, analyze privilege log, related issues re same (3.1).
04/09/25	Armando L. Prather	6.20	Attend deposition preparation session with M. McKane, K&E team (1.1); prepare for same (1.2); review, analyze documents re privilege (3.9).
04/09/25	Emanuele Putrino	4.80	Review, analyze document production re privilege and relevance.
04/09/25	John R. Rhine	5.80	Review, revise deposition preparation outline (1.5); draft mock cross re same (1.2); correspond with M. Abramson re valuation deposition topics (.5); review, analyze master deposition outline (2.6).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/09/25	Gregory B. Sanford	5.90	Review, revise deposition outline (3.9); review, analyze production materials re same (1.7); correspond re same with A. Dubey and E. Putrino (.3).
04/09/25	Gracie Smith	2.70	Attend deposition preparation meeting with M. McKane, K&E team (1.1); prepare for same (1.6).
04/09/25	Gracie Smith	3.80	Review, analyze documents re production, privilege (3.0); review, analyze privilege log (.8).
04/09/25	Eric J. Tarosky	8.30	Review, analyze documents re privilege (3.9); review, revise deposition kit (3.9); correspond with S. Henry re background materials for other deponents (.5).
04/09/25	Kyla Elise Taylor	6.20	Review, analyze documents for production re privilege (4.4); review, revise privilege log (1.8).
04/09/25	Samantha Tidwell	9.90	Review and analyze documents re privilege (3.9); further review and analyze documents re same (3.2); review, analyze privilege log, issues re same (2.8).
04/09/25	Megan Kiku Trick	1.70	Review and analyze documents re privilege.
04/09/25	Jacob Walker	4.90	Review, analyze production documents re privilege (3.8); review, revise privilege log re same (1.1).
04/09/25	Matthew Calloway Walker	0.40	Correspond with S. Henry, K&E team re witness deposition preparation.
04/09/25	Matthew Calloway Walker	1.70	Correspond with S. Lopez, K&E team re document review.
04/09/25	Matthew Calloway Walker	3.70	Review, analyze documents for production re privilege, responsiveness.
04/09/25	Joe Walter	1.30	Review and analyze production documents re privilege.
04/09/25	Amber L. Whipkey	3.70	Review and analyze documents for production re privilege.
04/09/25	Jiange Xiao	1.30	Review and analyze production documents re privilege issues.
04/09/25	Cara Yi	5.70	Review, analyze correspondence, documents re privilege (3.9); further review, analyze same (1.8).
04/09/25	Tyler Yoo	8.90	Review, analyze documents for production re privilege.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

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04/09/25	Yun Zhang	0.40	Review, analyze documents for production re privilege.
04/10/25	Max Joseph Abramson	2.10	Review and revise deposition preparation materials.
04/10/25	Michael Angarola	0.70	Conference with M. MacKay, K&E team re privilege log.
04/10/25	Bill Arnault, P.C.	2.20	Prepare for deposition preparation session (1.8); participate in preparation session with deponent (.1); telephone conference with G. Fox re same, research assignment (.2); telephone conference with S. Henry, K&E team re litigation priority items, status (.1).
04/10/25	Will Atnipp	4.10	Telephone conference with M. MacKay, K&E team re categorical privilege log (.7); review, analyze same (1.3); draft and revise deposition preparation kit (2.1).
04/10/25	Magdalene Beck	0.70	Conference with M. MacKay, K&E team re categorical privilege log.
04/10/25	Afi Blackshear	4.10	Review, analyze discovery documents and quality control discovery productions (3.2); review, revise privilege log (.9).
04/10/25	Socrates L. Boutsikaris	1.40	Review, analyze documents re production, privilege.
04/10/25	Danny Brown	1.80	Conference with M. MacKay, K&E team re categorical privilege log (.7); prepare for same (.2); review and analyze produced correspondence re same (.1) conference with C. Yi re same (.3); review and analyze materials re same (.5).
04/10/25	Henry Caldwell	5.50	Review, analyze documents re production, privilege (1.8); review, analyze privilege log re same (1.6); conference with M. MacKay and S. Henry re analysis and revision of categorical privilege log (.4); review, analyze issues re same (1.7).
04/10/25	Uzo Dike	3.20	Review and analyze quality control of production re completeness (.5); review, revise production letter re same (.2); draft production documents (.1); correspond with deponent counsel re same (.2); review, revise deposition preparation kits (1.2); review, revise deposition preparation outline (1.0).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

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04/10/25	Ashton Dubey	3.30	Review and analyze materials re deposition (1.0); draft and revise deposition outline (2.3).
04/10/25	Garrett Fox	3.20	Review, analyze case law re production considerations (2.1); review, analyze case law re supplemental proxy disclosures (1.1).
04/10/25	Jeffrey Ross Goldfine	2.00	Prepare for deposition (1.2); correspond with deponent re same (.2); telephone conference with B. Arnault, K&E team re supplemental notice (.2); telephone conference with S. Henry, T. Briggs, and MNAT re deposition documents (.2); review, analyze transfer of documents re Gale litigation (.2).
04/10/25	Shayne Henry	9.10	Conference with M. Levine ,K&E team, Morris Nichols re custodial documents (.3); correspond with Morris Nichols re transfer of same (.9); conference with T. Hu, K&E team, re privilege log review (.8); correspond with M. MacKay, K&E team re privilege log (2.0); conference with M. MacKay re document discovery (.7); correspond with B. Arnault re production considerations (.1); conference with B. Arnault and M. MacKay re discovery issues, settlement (.2); correspond with witness, M. MacKay re same (.4); review, revise production letters (.2); review, analyze documents re production, privilege (2.5); coordinate production of documents (.5); review, revise responses re privilege inquiries (.5).
04/10/25	Tiffany Hu	2.30	Prepare for deposition (1.2); conference with deponent re deposition preparation (.2); telephone conference with B. Arnault, K&E team re supplemental notice (.2); telephone conference with M. Vild and G. Bosch re discovery, plan objection (.3); telephone conference with S. Henry, T. Briggs and MNAT re deposition documents (.2); analyze, review transfer of documents re Gale litigation (.2).
04/10/25	Henry Huang	5.60	Review, analyze documents for production re privilege (2.1); review, revise documents for preproduction re quality control (1.4); draft production status report (.9); correspond with KLD re document production (1.2).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/10/25	Alex Ingolia	0.40	Review, analyze documents re privilege redaction.
04/10/25	Joshua King	0.20	Review, analyze deposition preparation outlines.
04/10/25	Kathleen Vera Kinsella	1.10	Review, analyze documents re deposition (.5); review, revise mock cross examination (.6).
04/10/25	Michael D. Lehavi	3.50	Review and analyze documents for production re privilege (.6); review and analyze expert rebuttal reports re valuation (2.0); conference with M. MacKay, K&E team re privilege log review (.6); review, analyze documents re quality control privilege log (.3).
04/10/25	Chris Leveroni	2.30	Review, analyze documents re final privilege log review.
04/10/25	Maddison Levine	0.90	Telephone conference with MNAT, J. Goldfine re Gale discovery, next steps (.4); prepare for same (.5).
04/10/25	Mike Li	7.50	Review, analyze documents re privilege (5.4); draft, revise saved searches re document review (1.2); draft, revise production quality control reports (.4); correspond with H. Huang, KLD re instructions re production set (.5).
04/10/25	Sean Lopez	8.90	Compile, analyze quality control review batches re production (2.0); correspond with M. MacKay, K&E team re same (1.0); draft deposition preparation searches (2.0); review, analyze workflow re categorical privilege log review (3.9).
04/10/25	Melanie MacKay	0.80	Review, analyze documents re quality control document coding (.2); conference with M. Lehavi, K&E team re same (.6).
04/10/25	Melanie MacKay	4.60	Review and revise deposition kits (4.3); conference with M. McKane, K&E team re same (.3).
04/10/25	Melanie MacKay	0.80	Conference with S. Henry, K&E team re document privilege logs.
04/10/25	Melanie MacKay	3.40	Review, analyze document production re privilege (2.9); conference with S. Henry and W. Whipkey re document production (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

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04/10/25	Mark McKane, P.C.	1.90	Correspond with M. MacKay, K&E team re motion to compel discovery (.3); review, analyze key documents re witness preparation (1.6).
04/10/25	Briana McNamara	0.30	Review, analyze documents and quality control re privilege.
04/10/25	Briana McNamara	0.80	Conference with M. MacKay, K&E team re categorical log quality control document review (.7); prepare for same (.1).
04/10/25	Makala McNeil	1.00	Conference with M. MacKay, K&E team re categorical log quality control document review (.7); prepare for same (.3).
04/10/25	Brian Messing	7.40	Revise adequate protection objection (3.6); correspond with J. Black re same (.1); correspond with J. Black re notice of default re adequate protection objection (.2); correspond with J. Black re adequate protection objection (2.0); conferences with J. Black re same (1.5).
04/10/25	Sofia Michael	1.30	Correspond with M. MacKay, K&E team re document production (.6); conference with M. MacKay, K&E team re document review (.7).
04/10/25	Brent Daniel Mobbs	7.00	Review and analyze document redactions re production (1.2); conference with M. MacKay, K&E team re production log quality check (.6); review, analyze documents re quality check production log (3.9); review, analyze documents re privilege and responsiveness. (1.3).
04/10/25	Austin Pennington	3.60	Conference with M. MacKay, K&E team re privilege log review (.7); review, analyze privilege log documents (2.9).
04/10/25	Armando L. Prather	2.40	Review, analyze documents for production (1.7); review, analyze discovery issues (.7).
04/10/25	John R. Rhine	1.50	Conference with witness re deposition (.5); prepare for same (1.0).
04/10/25	Gregory B. Sanford	0.20	Telephone conference with A. Dubey re deposition.
04/10/25	Gracie Smith	2.90	Review, analyze documents for production re privilege.
04/10/25	Gracie Smith	1.00	Conference with M. MacKay, K&E team re categorical log quality control (.7); prepare for same (.3).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/10/25	Eric J. Tarosky	8.90	Review and analyze documents list, related production categories (3.9); review, revise deposition kit (1.0); conference with M. MacKay, K&E team re same (.7); research re same (.9); review, analyze documents re quality control (.9); prepare for deposition preparation meeting (1.5).
04/10/25	Kyla Elise Taylor	4.40	Conference with M. MacKay, K&E team re document review, privilege log (.7); review, revise categorical privilege log (3.7).
04/10/25	Samantha Tidwell	0.70	Conference with M. MacKay, K&E team re document review, privilege log.
04/10/25	Luz Tur-Sinai Gozal	0.30	Correspond with D. Hunter, K&E team re adequate protection objection.
04/10/25	Matthew Calloway Walker	0.70	Telephone conference with M. MacKay, K&E team re categorical privilege log.
04/10/25	Matthew Calloway Walker	0.10	Telephone conference with M. Angarola re categorical privilege log.
04/10/25	Matthew Calloway Walker	0.10	Review, analyze categorical privilege log.
04/10/25	Matthew Calloway Walker	1.50	Correspond with M. MacKay, K&E team re categorical privilege log.
04/10/25	Matthew Calloway Walker	0.10	Correspond with J. Rhine, A. Prather re witness deposition preparation.
04/10/25	Matthew Calloway Walker	0.10	Correspond with S. Lopez, K&E team re document review.
04/10/25	Amber L. Whipkey	3.80	Review, analyze issues re document review, production (1.7); review and revise privilege log (2.1).
04/10/25	Cara Yi	4.00	Draft witness materials re deposition (.4); review, analyze documents for production re privilege, responsiveness (.3); telephone conference with M. MacKay, K&E team re privilege log (.5); review and revise privilege log documents (2.8).
04/10/25	Yun Zhang	1.30	Review and analyze privilege log.
04/10/25	Yun Zhang	0.70	Conference with M. MacKay, K&E team re privilege log review.
04/10/25	Yi Zhang	2.70	Conference with M. MacKay, K&E team re document privilege (.5); review and analyze documents re same (2.2).
04/11/25	Will Atnipp	1.70	Review and analyze documents re revisions to categorical privilege log.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/11/25	Afi Blackshear	3.10	Review, revise privilege log (2.0); review and analyze quality control discovery productions (1.1).
04/11/25	Henry Caldwell	3.20	Conference with A. Ingoglia re revisions to privilege log (.3); review, analyze same (2.9).
04/11/25	Uzo Dike	0.80	Compile, analyze case materials re attorney review and case management (.7); conference with M. MacKay, K&E team re litigation status (.1).
04/11/25	Houston Gao	1.60	Review and analyze final production set.
04/11/25	Shayne Henry	0.20	Correspond with Company re preservation of data.
04/11/25	Henry Huang	1.20	Correspond with KLD re document production (.8); review, analyze final production sets (.4).
04/11/25	Alex Ingoglia	1.90	Conference with H. Caldwell re privilege log categorization project (.4); draft privilege party descriptions re privilege log categories (1.5).
04/11/25	Joshua King	0.70	Review, analyze correspondence re document review and deposition planning.
04/11/25	Michael D. Lehavi	4.50	Review and analyze documents for production re privilege, responsiveness (1.9); review and analyze expert rebuttal reports re valuation (2.0); conference with M. MacKay, K&E team re privilege log review (.6).
04/11/25	Chris Leveroni	2.10	Review, analyze materials re final privilege log.
04/11/25	Maddison Levine	0.50	Correspond with Company re discovery matters.
04/11/25	Mike Li	1.10	Correspond with discovery vendor re document review (.7); correspond with H. Huang re litigation status, potential settlement (.4).
04/11/25	Sean Lopez	4.00	Correspond with M. Li, K&E team re categorical privilege log review (1.5); draft deposition preparation searches (2.5).
04/11/25	Melanie MacKay	1.20	Conference with M. Lehavi, K&E team re productions, open issues.
04/11/25	Melanie MacKay	1.30	Review, analyze quality control productions (.8); conference with S. Michael, K&E team re document coding (.5).

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/11/25	Mark McKane, P.C.	0.20	Correspond with M. MacKay, K&E team re litigation status.
04/11/25	Briana McNamara	0.80	Review, analyze documents re document production, privilege.
04/11/25	Sofia Michael	0.80	Review, revise privilege log (.6); correspond with M. MacKay, K&E team re same (.2).
04/11/25	Armando L. Prather	1.00	Review, analyze documents re privilege, privilege log re production.
04/11/25	Gracie Smith	1.70	Review, analyze categorical privilege log re production.
04/11/25	Eric J. Tarosky	4.70	Review, revise documents list (1.4); review, revise deposition kit (1.5); conference with M. MacKay, K&E team re same (.5); research re same (1.0); review, analyze documents re quality control (.3).
04/11/25	Kyla Elise Taylor	1.90	Review, revise privilege log categories (1.1); review, analyze production sets re same (.8).
04/11/25	Matthew Calloway Walker	0.30	Correspond with A. Whipkey, K&E team re categorical privilege log.
04/11/25	Amber L. Whipkey	1.70	Review and analyze documents re privilege log.
04/12/25	Bill Arnault, P.C.	1.00	Telephone conference with N. Greenblatt re litigation status (.1); participate in telephone conference with S. Henry re same (.1); correspond with S. Henry re same (.3); review, analyze Wartell report re same (.5).
04/12/25	Shayne Henry	0.40	Correspond with B. Arnault re settlement and discovery (.2); correspond with H. Huang re same (.2).
04/12/25	Mark McKane, P.C.	0.50	Review, analyze confidentiality issues re independent director reports (.3); correspond with N. Greenblatt, K&E team re same (.2).
04/13/25	Houston Gao	2.20	Review and analyze final production set.
04/14/25	Uzo Dike	0.50	Compile, analyze production materials re attorney review.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/14/25	Shayne Henry	2.10	Correspond with M. MacKay re archiving documents (.3); conference with M. MacKay re same (.2); correspond with Company re same (.3); correspond with M. MacKay re transmitting documents to Morris Nichols (.3); conference with M. MacKay re same (.2); correspond with M. Li and H. Huang re same (.6); correspond with Morris Nichols re same (.2).
04/14/25	Melanie MacKay	0.40	Correspond with S. Henry, K&E team re deposition documents.
04/18/25	Joshua Raphael	0.30	Review, analyze state civil action.
04/23/25	Shayne Henry	0.20	Correspond with Morris Nichols re document productions.
04/23/25	Maddison Levine	1.40	Correspond with M. MacKay, K&E team, MNAT re discovery (.3); review, analyze next steps re same (.2); telephone conference with Company, S. Soule, K&E team re prop 65 (.6); correspond with K. Huang, K&E team re same, next steps (.3).
04/23/25	Melanie MacKay	0.10	Conference with document vendor re transfer of data.
04/23/25	Melanie MacKay	0.60	Conference with M. Levine, K&E team re production of documents.
04/25/25	Joshua Raphael	0.30	Telephone conference with Gordon Rees re litigation matter (.2); prepare for same (.1).
04/29/25	Jeffrey Ross Goldfine	0.50	Telephone conference with B. Arnault, M. Levine, K&E team re outstanding litigation workstreams.
04/29/25	Shayne Henry	0.30	Correspond with M. MacKay re litigation strategy.
04/29/25	Maddison Levine	1.80	Telephone conference with M. MacKay, K&E team re U.S. Trustee discovery requests (.3); draft summary re same, search parameters (.4); review, analyze issues, open items re same (.7); correspond and conferences with D. Hunter, K&E team re same (.4).
04/29/25	Melanie MacKay	0.30	Conference with A. Whipkey, K&E team re collection of documents from K&E custodians.
04/29/25	Melanie MacKay	0.40	Conference with M. Levine, K&E team re preparation for hearings.

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050121442
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/29/25	Mark McKane, P.C.	0.70	Review, analyze sale and confirmation testimony issues.
04/30/25	Danny Brown	0.20	Telephone conference with M. MacKay re witness declarations.
04/30/25	Jeffrey Ross Goldfine	0.40	Telephone conference with M. McKane, B. Arnault, K&E team re litigation workstreams.
04/30/25	Shayne Henry	0.30	Correspond with B. Arnault and M. MacKay re document preservation information request from W&C.
04/30/25	Maddison Levine	1.00	Review, revise removal motion (.8); correspond with S. Osborne re same (.2).
04/30/25	Sarah Osborne	3.30	Draft removal motion (1.9); research precedent re same (1.0); review, revise same (.4).
Total		2,450.20	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050121441
Client Matter: 58395-24

In the Matter of Non-Working Travel

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 28,063.00</u>
Total legal services rendered	\$ 28,063.00

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Non-Working Travel

Invoice Number: 1050121441
 Matter Number: 58395-24

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Derek I. Hunter	1.30	1,735.00	2,255.50
Mark McKane, P.C.	4.70	2,265.00	10,645.50
Brian Nakhaimousa	2.00	1,465.00	2,930.00
Sarah Osborne	1.80	1,065.00	1,917.00
Joshua Raphael	1.90	1,195.00	2,270.50
Josh Sussberg, P.C.	3.10	2,595.00	8,044.50
TOTALS	14.80		\$ 28,063.00

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Non-Working Travel

Invoice Number: 1050121441
 Matter Number: 58395-24

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Mark McKane, P.C.	2.10	Travel from San Francisco, CA to Wilmington, DE for hearing (billed at half time).
04/02/25	Brian Nakhaimousa	1.00	Travel from New York, NY to Wilmington, DE for hearing (billed at half time).
04/02/25	Sarah Osborne	0.90	Travel from New York, NY to Wilmington, DE for hearing (billed at half time).
04/02/25	Joshua Raphael	0.60	Travel from New York, NY to Wilmington, DE for hearing (billed at half time).
04/02/25	Josh Sussberg, P.C.	1.40	Travel from New York, NY to Wilmington, DE for hearing (billed at half time).
04/03/25	Derek I. Hunter	1.30	Travel from Wilmington, DE to New York, NY re omnibus hearing (billed at half time).
04/03/25	Mark McKane, P.C.	2.60	Travel from Wilmington, DE to San Francisco, CA from hearing (billed at half time).
04/03/25	Brian Nakhaimousa	1.00	Travel from Wilmington, DE to New York, NY from hearing (billed at half time).
04/03/25	Sarah Osborne	0.90	Travel from Wilmington, DE to New York, NY from hearing (billed at half time).
04/03/25	Joshua Raphael	1.30	Travel from Wilmington, DE to New York, NY after hearing (billed at half time).
04/03/25	Josh Sussberg, P.C.	1.70	Travel from Wilmington, DE to New York, NY from hearing (billed at half time).
Total		14.80	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050121440
Client Matter: 58395-25

In the Matter of Creditors’ Committee Matters

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 10,920.00</u>
Total legal services rendered	\$ 10,920.00

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Creditors' Committee Matters

Invoice Number: 1050121440
 Matter Number: 58395-25

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	0.60	2,015.00	1,209.00
Nicole L. Greenblatt, P.C.	2.40	2,595.00	6,228.00
Derek I. Hunter	1.00	1,735.00	1,735.00
Michael Patrick Kenstowicz	0.50	1,445.00	722.50
Maddison Levine	0.70	1,465.00	1,025.50
TOTALS	5.20		\$ 10,920.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Creditors' Committee Matters

Invoice Number: 1050121440
Matter Number: 58395-25

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/04/25	Nicole L. Greenblatt, P.C.	1.20	Review, analyze UCC standing motion (.8); telephone conference with D. Hunter, K&E team re same (.4).
04/04/25	Derek I. Hunter	1.00	Review, analyze UCC standing motion (.6); conference with N. Greenblatt, K&E team re same (.4).
04/04/25	Michael Patrick Kenstowicz	0.50	Review, analyze materials re objection to UCC standing motion.
04/04/25	Maddison Levine	0.70	Review, analyze committee standing motion (.5); correspond with B. Nakhaimousa, K&E team re same, next steps (.2).
04/05/25	Bill Arnault, P.C.	0.20	Review, revise letter re UCC standing motion.
04/06/25	Bill Arnault, P.C.	0.40	Draft, revise correspondence re UCC standing motion (.3); correspond with D. Hunter, K&E team re same (.1).
04/06/25	Nicole L. Greenblatt, P.C.	1.20	Review, analyzed UCC FT complaint and related correspondence.
Total		5.20	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050121439
Client Matter: 58395-26

In the Matter of Employee and Labor Matters

For legal services rendered through April 30, 2025 (see attached Description of Legal Services for detail)	<u>\$ 6,430.50</u>
Total legal services rendered	\$ 6,430.50

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Employee and Labor Matters

Invoice Number: 1050121439
 Matter Number: 58395-26

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Maddison Levine	0.80	1,465.00	1,172.00
Scott D. Price, P.C.	1.60	2,465.00	3,944.00
Mary Catherine Young	1.10	1,195.00	1,314.50
TOTALS	3.50		\$ 6,430.50

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Employee and Labor Matters

Invoice Number: 1050121439
Matter Number: 58395-26

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
04/02/25	Scott D. Price, P.C.	0.30	Correspond with M. Levine, K&E team re employee compensation matters.
04/05/25	Scott D. Price, P.C.	0.30	Correspond with M. Levine, K&E team re management compensation presentation.
04/18/25	Scott D. Price, P.C.	1.00	Review, analyze employee compensation issues re asset sale.
04/29/25	Maddison Levine	0.80	Review, analyze employment matters, related diligence requests (.5); correspond with PH, M. Young, Company re same (.3).
04/29/25	Mary Catherine Young	0.50	Correspond with Alix team, M. Levine re employment diligence issues.
04/30/25	Mary Catherine Young	0.60	Correspond with M. Levine, Alix team re employment diligence issues.
Total		3.50	

Detailed Description of Services Provided From

May 1, 2025 to June 2, 2025

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122358
Client Matter: 58395-3

In the Matter of Corporate, Securities, and Gov. Matters

For legal services rendered through June 2, 2025 (see attached Description of Legal Services for detail)	\$ 289,477.50
Total legal services rendered	\$ 289,477.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050122358
Matter Number: 58395-3

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Advani	0.30	1,095.00	328.50
Joanna Aybar	2.30	595.00	1,368.50
Michael Beauchamp	7.90	1,065.00	8,413.50
Caroline Buthe	0.10	880.00	88.00
Jacqueline Cloutier	34.60	1,375.00	47,575.00
James B. Dickson	0.50	1,815.00	907.50
Rachel Golden	1.80	1,195.00	2,151.00
Keli Huang	19.40	1,725.00	33,465.00
Constantina Leodis	2.80	1,195.00	3,346.00
Maddison Levine	7.00	1,465.00	10,255.00
Cara Li	8.50	1,195.00	10,157.50
Drew Maliniak	54.00	1,725.00	93,150.00
Dominick Vito Manetta	1.30	880.00	1,144.00
Brian Nakhaimousa	1.90	1,465.00	2,783.50
Srinithi Narayanan	4.70	1,065.00	5,005.50
Maureen D. O'Brien	3.30	2,295.00	7,573.50
Shawn OHargan, P.C.	1.30	2,295.00	2,983.50
Christina I. Panagoulia Triantafillopoulos	31.00	880.00	27,280.00
Cindy Reilly	1.50	685.00	1,027.50
Joanna Schlingbaum	2.90	1,725.00	5,002.50
Michael Leonard Urschel, P.C.	7.30	2,465.00	17,994.50
Quin Wetzel	0.60	1,065.00	639.00
Susan Zablocki	9.70	705.00	6,838.50
TOTALS	204.70		\$ 289,477.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050122358
Matter Number: 58395-3

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Michael Beauchamp	1.60	Draft board minutes (1.1); review, analyze related materials (.5).
05/01/25	Jacqueline Cloutier	1.10	Review and revise Kroll transfer agent engagement letter (.6); telephone conference with Debtor and AHG advisors and WTNA re lender registers (.5).
05/01/25	Constantina Leodis	0.40	Correspond with 2L agent re lender register (.3); correspond with Company re same, open items (.1).
05/01/25	Drew Maliniak	0.40	Review, revise Kroll transfer agent engagement letter.
05/01/25	Drew Maliniak	1.90	Participate on telephone conference with J. Cloutier, K&E team, Company advisors re emergence planning and unsettled trades with Wilmington as administrative agent (1.1); correspond with Ducera re same (.4); review and revise Kroll transfer agent engagement letter (.4).
05/02/25	Jacqueline Cloutier	1.90	Review and revise equity registration form (1.1); review, analyze precedent, issues re same (.8).
05/02/25	Maddison Levine	0.80	Telephone conference with Guggenheim, Company advisors, 1L advisors re securitization, open items, next steps.
05/02/25	Drew Maliniak	1.60	Review, revise equity registration form (.7); correspond with PH re same (.4); correspond with J. Cloutier re equity allocations process (.5).
05/03/25	Jacqueline Cloutier	0.40	Telephone conference with D. Maliniak, K&E team and Ducera teams re unsettled trades and equity allocation.
05/03/25	Constantina Leodis	0.90	Conference with D. Maliniak, K&E team, Ducera re lender registers and trades (.7); correspond with 2L Agent counsel re lender register (.2).
05/03/25	Drew Maliniak	5.50	Review and revise equity registration form (3.9); review, analyze issues re same (.6); correspond with PH and Ducera re same (1.0).
05/04/25	Jacqueline Cloutier	0.80	Review and revise equity registration form.
05/04/25	Constantina Leodis	0.20	Correspond with WTNA re lender register.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050122358
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/25	Jacqueline Cloutier	2.10	Review and revise equity allocation materials (1.1); telephone conference with D. Maliniak and Kroll re equity allocations (.5); participate in telephone conference with D. Maliniak, K&E team, Company advisors, lender advisors re lender registers (.5).
05/05/25	Constantina Leodis	0.90	Correspond with K. Huang, K&E team re corporate securities, LCs (.4); correspond with Ducera re same (.3); correspond with J. Cloutier, K&E team re lender registers (.2).
05/05/25	Maddison Levine	0.40	Telephone conference with D. Maliniak, K&E team, working group re lender register.
05/05/25	Drew Maliniak	2.80	Review and revise equity registration form and ancillary materials (2.5); correspond with M. Zuppone re cleansing financial projections (.3).
05/06/25	Jacqueline Cloutier	0.90	Review and revise equity registration materials (.4); telephone conference with D. Maliniak, Wilmington re lender registers (.5).
05/06/25	Maddison Levine	0.40	Correspond with PH, Alix re HoldCo rationalization materials, cleansing matters (.3); review, analyze same (.1).
05/06/25	Drew Maliniak	1.20	Participate in telephone conference with Wilmington, J. Cloutier re unsettled debt trades (.5); review, revise equity registration form (.5); review, analyze cleansing materials (.2).
05/07/25	Jacqueline Cloutier	3.90	Review, analyze Kroll transfer agent issues (.5); telephone conference with D. Maliniak, K&E team and Ducera teams re equity allocation (.5); review and revise equity registration documents (1.9); review, analyze cleansing materials (1.0).
05/07/25	Drew Maliniak	3.60	Participate and telephone conference re emergence equity register with J. Cloutier and Ducera (.5); review, analyze same (.5); correspond with PH re equity registration form and equity allocations (.3); correspond and conferences with Ducera, J. Cloutier re equity allocations (1.8); correspond with Kroll re equity allocations process (.5).
05/09/25	Jacqueline Cloutier	0.80	Review and revise equity registration materials.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050122358
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/25	Constantina Leodis	0.40	Correspond with 2L Agent re lender register (.2); correspond with D. Maliniak, K&E team re same (.2).
05/10/25	Dominick Vito Manetta	1.30	Review, analyze special committee, governance considerations (.9); correspond with B. Messing re same (.4).
05/10/25	Quin Wetzel	0.60	Review, analyze special committee delegation (.4); correspond with D. Hunter re same (.2).
05/12/25	Jacqueline Cloutier	0.70	Review, analyze lender registers (.4); review and revise posting memorandum (.3).
05/12/25	Drew Maliniak	2.60	Correspond and conferences with PH and J. Cloutier re equity registration form process (1.3); review, analyze materials re same (1.0); correspond with J. Shen re cleansing annual financial statements (.3).
05/13/25	Jacqueline Cloutier	2.80	Review and revise equity registration materials (.9); correspond with Kroll team re equity registration process (.6); review, analyze issues re same, transaction structuring (.8); review and revise corporate governance term sheet (.5).
05/13/25	Drew Maliniak	0.90	Review, revise equity allocations.
05/13/25	Drew Maliniak	2.40	Correspond with Alix re cleansing annual financial statements (.3); correspond with J. Cloutier re equity registration form and issuance process (1.2); correspond and conference with PH, M. Urschel, K&E team re whole business securitization (.9).
05/13/25	Michael Leonard Urschel, P.C.	1.00	Telephone conference with D. Maliniak, K&E team, PH re business securitization.
05/14/25	Jacqueline Cloutier	3.40	Conference with D. Maliniak and C. Triantafillopoulos re securities matters (.3); review, analyze background materials re same (.7); telephone conference with D. Maliniak, K&E team, and Ducera team re equity allocation process (.5); review, analyze issues re equity allocation and registration process (1.9).
05/14/25	Christina I. Panagoulia Triantafillopoulos	1.80	Conference with D. Maliniak, K&E team, Ducera re allocation spreadsheet (.5); correspond and conference with D. Maliniak and J. Cloutier re corporate governance matters (.9); review, analyze issues re same (.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050122358
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/25	Jacqueline Cloutier	4.10	Conference with D. Maliniak and C. Triantafillopoulos re corporate governance matters (.8); telephone conference with D. Maliniak, K&E team and Ducera teams re equity allocation process (.5); draft correspondence re same (.8); review, analyze equity allocation and registration process (1.2); draft summary re same (.8).
05/15/25	Drew Maliniak	3.10	Review, analyze equity dilution mechanics re plan distributions (1.1); review, analyze limited liability company agreement (1.2); correspond with J. Cloutier re same, related emergence workstreams (.8).
05/15/25	Christina I. Panagoulia Triantafillopoulos	1.20	Review, revise LLC agreement (.9); correspond with D. Maliniak, K&E team re same (.3).
05/16/25	Jacqueline Cloutier	1.40	Review and revise posting memorandum (.5); review and revise limited liability company agreement (.5); telephone conference with C. Triantafillopoulos re equity instruction letter (.4).
05/16/25	Drew Maliniak	2.80	Correspond with M. Urschel re securitization (.6); review, analyze issues re same (.7); correspond and conferences with J. Cloutier re equity registration form and allocations (1.5).
05/16/25	Christina I. Panagoulia Triantafillopoulos	1.70	Draft posting memorandum (1.1); telephone conference with J. Cloutier re instruction letter (.4); correspond with J. Cloutier re same (.2).
05/17/25	Jacqueline Cloutier	0.20	Review, analyze securitization and transaction structuring issues.
05/17/25	Drew Maliniak	0.90	Correspond with M. Urschel re securitization planning (.2); review, analyze issues re same (.7).
05/17/25	Michael Leonard Urschel, P.C.	0.50	Review, analyze securitization structure (.3); correspond with D. Maliniak re same (.2).
05/18/25	Michael Leonard Urschel, P.C.	0.50	Review, analyze securitization structure items.
05/19/25	Matt Advani	0.30	Telephone conference with N. Warther and K&E team re securitization.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050122358
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/25	Drew Maliniak	2.60	Correspond and conferences with J. Cloutier, K&E team, PH and Kroll team re equity allocations (1.2); review, analyze same (.7); participate on telephone conference with M. Urschel, K&E team re securitization structuring (.7).
05/19/25	Christina I. Panagoulia Triantafillopoulos	3.80	Review, revise posting memorandum (.5); draft instruction letter (1.9); conference with D. Maliniak, K&E team re securitization (.7); review, analyze issues re same (.7).
05/19/25	Michael Leonard Urschel, P.C.	1.50	Telephone conference with D. Maliniak, K&E team re securitization structuring (.7); prepare for same (.4); telephone conference with Guggenheim re same (.4).
05/20/25	Drew Maliniak	2.10	Review, revise posting memorandum (1.3); correspond with PH and Kroll team re same (.5); review, revise emergence checklist re securities matters (.3).
05/20/25	Christina I. Panagoulia Triantafillopoulos	1.50	Review, revise posting memorandum (1.3); correspond with J. Cloutier, K&E team re same (.2).
05/21/25	Caroline Buthe	0.10	Correspond with C. Leodis re board authority re restructuring transactions.
05/21/25	James B. Dickson	0.50	Telephone conference with D. Maliniak, K&E team re securitization and related franchise items.
05/21/25	Drew Maliniak	3.10	Review, analyze status reports re submission of equity allocations (.3); participate on telephone conference with J. Cloutier, K&E team re securitization and corporate steps (1.5); correspond with M. Levine and N. Warther re same (.4); review, analyze issues, next steps re same (.9).
05/21/25	Christina I. Panagoulia Triantafillopoulos	1.30	Review, revise posting memorandum (.8); telephone conference with D. Maliniak re same (.5).
05/21/25	Michael Leonard Urschel, P.C.	1.40	Prepare for or securitization meetings (.4); telephone conference with D. Maliniak, K&E team re same (.4); telephone conference with DLA, D. Maliniak, K&E team, Company (.6).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050122358
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/22/25	Drew Maliniak	3.40	Draft summary re securitization and emergence process for PH (1.4); correspond and conference with C. Panagoulia re equity allocation process and posting memorandum (.5); review, revise same (.5); correspond and conference with Ducera team re same (1.0).
05/22/25	Christina I. Panagoulia Triantafillopoulos	1.90	Review, revise posting memorandum (1.4); review, analyze issues re same (.5).
05/22/25	Michael Leonard Urschel, P.C.	0.50	Review, analyze securitization questions.
05/23/25	Keli Huang	4.40	Correspond with C. Leodis re franchise agreements, credit agreement schedules (.2); review, revise contribution, distribution agreements (1.0); review, revise credit agreement schedules (.5); review, revise formation documents (1.5); correspond with N. Warther re contribution, distribution agreements (.2); telephone conference with J. Mark, C. Li re credit agreement schedules (.5); telephone conference with S. OHargan re credit agreement schedules, agency agreement (.5).
05/23/25	Cara Li	8.50	Conferences with K. Huang, K&E team, advisors re debt schedules (.5); review, revise same (4.0); review, revise contribution, distribution agreements (3.6); correspond with M. Levine, K&E team re same (.4).
05/23/25	Drew Maliniak	1.90	Correspond and conference with PH re equity allocation process (1.1); correspond with Kroll team re same (.3); review, analyze issues re same (.5).
05/23/25	Maureen D. O'Brien	0.80	Conference with S. OHargan, K&E team re agency agreement (.4); correspond with S. OHargan, K&E team re same (.4).
05/23/25	Shawn OHargan, P.C.	0.70	Telephone conference with M. O'Brien re agency agreement (.4); telephone conference with K. Huang re credit agreement schedules, agency agreement (.3).
05/23/25	Christina I. Panagoulia Triantafillopoulos	1.20	Review, analyze equity register (.7); draft summary re same, open items (.5).
05/23/25	Michael Leonard Urschel, P.C.	0.50	Telephone conference with Company re audited financials.
05/24/25	Maureen D. O'Brien	1.50	Draft agency agreement.
05/24/25	Michael Leonard Urschel, P.C.	0.50	Review, analyze securitization open items.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050122358
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/26/25	Drew Maliniak	1.10	Correspond with PH re allocation process and KYC deliverables (.5); compile, analyze same (.6).
05/27/25	Jacqueline Cloutier	1.10	Review and revise Kroll instruction letter.
05/27/25	Keli Huang	5.20	Review and revise agency agreement (1.5); draft exchange agreement (2.0); correspond with N. Warther re contribution agreements, restructuring transaction memorandum (.3); correspond with B. Nakhaimousa, Company re post-emergence structure (.5); correspond with J. Kim re guarantors list (.2); correspond with Company re bank accounts (.2); review, revise contribution agreements (.5).
05/27/25	Maddison Levine	1.30	Telephone conference with D. Maliniak, K&E team, Kroll, Ducera re lender register (.5); review, analyze issues re same (.2); review, analyze D&O slate (.4); correspond with PH re same (.2).
05/27/25	Srinithi Narayanan	2.00	Review, analyze agency agreement (1.5); correspond with J. Schlingbaum, K&E team re intellectual property searches (.5).
05/27/25	Christina I. Panagoulia Triantafillopoulos	4.00	Review, revise Kroll instruction letter (.5); compile signature pages re same, corporate deliverables (.5); review, revise equity registration form (.2); telephone conference with D. Maliniak, K&E team re lender register (.5); review, analyze issues re same (1.2); draft summary re same (1.1).
05/27/25	Joanna Schlingbaum	1.10	Revise agency agreement.
05/28/25	Jacqueline Cloutier	0.90	Telephone conference with D. Maliniak, K&E team, Kroll, and Ducera teams re allocations (.5); review, analyze KYC and post-emergence structure (.4).
05/28/25	Keli Huang	4.20	Review, revise agency agreement, related schedule (3.0); correspond with Company, lender's counsel re liquidation of inactive subsidiaries (1.0); review, analyze contribution agreements (.2).
05/28/25	Drew Maliniak	1.40	Review, analyze instruction letter comments for equity issuance (.2); draft confirmatory allocation notice correspondence re debt and equity allocations (.7); telephone conference re same with Ducera team (.5).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050122358
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/28/25	Srinithi Narayanan	1.00	Conference with C. Welch re agency agreement (.5); correspond with C. Welch, K&E team re same, intellectual property issues (.5).
05/28/25	Christina I. Panagoulia Triantafillopoulos	1.60	Review, revise posting memorandum (1.3); telephone conference with D. Maliniak, K&E team re same (.3).
05/28/25	Joanna Schlingbaum	0.80	Conference with K. Huang re agency agreement (.3); revise agency agreement re benefits services (.5).
05/28/25	Michael Leonard Urschel, P.C.	0.90	Telephone conference with D. Maliniak, K&E team re audited financials (.5); prepare for same (.4).
05/28/25	Susan Zablocki	9.70	Review, analyze due diligence considerations (2.4); draft intellectual property schedules re perfection certificate, credit agreement (1.8); review, analyze intellectual property search results (1.9); review, analyze trademark records (2.7); correspond with S. Narayanan re same (.9).
05/29/25	Jacqueline Cloutier	3.10	Telephone conference with D. Maliniak, K&E team, Kroll and Ducera teams re allocations (.5); review, analyze KYC issues (.6); review and revise summary re same (1.0); review and revise exchange agreement (.6); review and analyze allocation spreadsheet (.4).
05/29/25	Keli Huang	2.30	Conference with Company, Alix, Ducera re same (.5); review, revise contribution, distribution agreements (.8); review, revise structure chart (.5); review, revise entity list (.5).
05/29/25	Drew Maliniak	2.50	Review and revise confirmatory allocation notice and related calculations for Plan distributions (.3); correspond and conferences with PH, J. Cloutier, K&E team, and Ducera re same (1.5); correspond with C. Li re securities issues, emergence process, and restructuring steps plan (.7).
05/29/25	Maureen D. O'Brien	0.50	Review, analyze agency agreement and schedules.
05/29/25	Shawn OHargan, P.C.	0.60	Review, revise service agreement (.1); telephone conference with K. Huang, K&E team re same (.3); telephone conference with Company re same (.2).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050122358
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/29/25	Christina I. Panagoulia Triantafillopoulos	2.60	Telephone conference with D. Maliniak, K&E team, PH, Ducera re equity allocation (.5); review, analyze same (.7); correspond with D. Maliniak re same, (.5); review, analyze equity register (.9).
05/29/25	Joanna Schlingbaum	0.40	Revise schedules re perfection certificate, credit agreement.
05/30/25	Joanna Aybar	1.00	Review precedent re certificate of formation (.2); draft same (.6); correspond with J. Mark, K. Huang re organizational documents (.2).
05/30/25	Jacqueline Cloutier	1.60	Review, analyze KYC (.5); prepare post-emergence illustrative cap table (.7); review and revise summary re same (.4).
05/30/25	Keli Huang	3.30	Review, revise agency agreement and schedule (.5); correspond with Company and lender's counsel re liquidation of inactive subsidiaries (1.3); review, analyze contribution agreements and distribution agreements (.5); review, revise pro forma structure (.5); review, analyze restructuring transaction memorandum (.5).
05/30/25	Maddison Levine	0.60	Review, revise employee benefit transfer board resolutions (.3); correspond with S. Bessey re same (.1); correspond with PH re D&O slate (.2).
05/30/25	Maureen D. O'Brien	0.50	Revise agency agreement.
05/30/25	Christina I. Panagoulia Triantafillopoulos	1.60	Review, revise Kroll issuer services engagement letter (.3); draft signature packet re same (.2); review, analyze allocation issues (1.1).
05/31/25	Jacqueline Cloutier	0.30	Review, analyze equity allocations.
05/31/25	Maddison Levine	2.60	Review, revise board meeting minutes (2.1); review, analyze materials re same (.4); correspond with M. Beauchamp re same (.1).
05/31/25	Drew Maliniak	0.60	Review and revise equity allocations (.3); correspond with PH re same (.3).
06/01/25	Michael Beauchamp	3.20	Review, revise board minutes (2.9); correspond with M. Levine re same (.3).
06/01/25	Jacqueline Cloutier	0.40	Correspond with M. Zuppone re cash flow cleansing.
06/01/25	Rachel Golden	1.80	Draft board minutes re sale transaction (1.3); review, analyze summary re same (.5).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050122358
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/01/25	Drew Maliniak	1.20	Review, analyze cleansing materials c (.7); Telephone conference with C. Triantafillopoulos, Ducera re equity allocations (.5).
06/01/25	Christina I. Panagoulia Triantafillopoulos	0.40	Telephone conference with D. Maliniak, Ducera re equity allocations.
06/02/25	Joanna Aybar	1.30	Correspond with J. Mark re status of filings (.4); draft operating agreement re emergence (.5); prepare limited liability company agreement for filing (.4).
06/02/25	Michael Beauchamp	3.10	Review, analyze board minutes, related materials (1.0); revise same (2.1).
06/02/25	Jacqueline Cloutier	2.70	Telephone conference with D. Maliniak, K&E team, and Ducera team re allocations (.5); review, analyze cleansing issues (.5); review and revise Kroll engagement letter (.3); review and revise Kroll instruction letter (.5); review and revise LLC agreement (.5); review and analyze equity allocations (.4).
06/02/25	Maddison Levine	0.90	Review, revise board minutes (.4); correspond with M. Beauchamp, K&E team re same (.2); correspond with K. Huang, K&E team, Company re go-forward governance, related matters (.3).
06/02/25	Drew Maliniak	4.40	Correspond with J. Cloutier, Ducera and Alix team re equity allocations (1.3); review, analyze issues re same, next steps (2.1); review, analyze calculations re same (1.0).
06/02/25	Brian Nakhaimousa	1.90	Review, revise post-emergence organizational chart (.1); review, analyze contribution agreement (.1); correspond with C. Li, K&E team re same (.2); conference with Company, M. Levine, DLA, Deloitte re Buddy's audit matters (.9); review, revise Board minutes (.5); correspond with M. Beauchamp, M. Levine re same (.1).
06/02/25	Srinithi Narayanan	1.70	Review, revise agency agreement.

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Corporate, Securities, and Gov. Matters

Invoice Number: 1050122358
 Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/02/25	Christina I. Panagoulia Triantafillopoulos	6.40	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence status, open items. Compile signature packets and underlying corporate documents (2.9); review, analyze equity allocation issues (1.7); correspond and conferences with D. Maliniak, K&E tea, Company advisors re same (1.8).
06/02/25	Cindy Reilly	1.50	Revise articles of dissolution (.8); draft member consent (.5); correspond with K Huang, K&E team re same (.2).
06/02/25	Joanna Schlingbaum	0.60	Revise agency agreement.
Total		204.70	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122359
Client Matter: 58395-4

In the Matter of Disclosure Statement/Plan/Confirmation

For legal services rendered through June 2, 2025 (see attached Description of Legal Services for detail)	\$ 1,809,395.00
Total legal services rendered	\$ 1,809,395.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	11.90	1,065.00	12,673.50
Ziv Ben-Shahar	38.00	1,195.00	45,410.00
Jacob E. Black	19.70	1,375.00	27,087.50
Julia F. Burnson	0.60	685.00	411.00
Caroline Buthe	42.10	880.00	37,048.00
Jacqueline Cloutier	0.90	1,375.00	1,237.50
Aislinn Comiskey	23.50	880.00	20,680.00
Uzo Dike	4.50	705.00	3,172.50
Julia Fletcher	61.70	880.00	54,296.00
Ashlyn Gallagher	1.80	495.00	891.00
Susan D. Golden	1.80	1,795.00	3,231.00
Nicole L. Greenblatt, P.C.	20.80	2,595.00	53,976.00
Erik Hepler	2.00	2,295.00	4,590.00
Keli Huang	10.10	1,725.00	17,422.50
Derek I. Hunter	101.90	1,735.00	176,796.50
Sarah Jones	47.00	880.00	41,360.00
Maddison Levine	140.10	1,465.00	205,246.50
Cara Li	73.80	1,195.00	88,191.00
Melanie MacKay	0.30	1,695.00	508.50
Drew Maliniak	10.50	1,725.00	18,112.50
Dominick Vito Manetta	29.40	880.00	25,872.00
Julia Mark	25.30	880.00	22,264.00
Mark McKane, P.C.	32.40	2,265.00	73,386.00
Mallory Elise McKenzie	2.30	1,525.00	3,507.50
Janette A. McMahan	0.30	2,295.00	688.50
Brian Messing	116.20	1,065.00	123,753.00
Annika Morin	1.30	1,195.00	1,553.50
Brian Nakhaimousa	156.50	1,465.00	229,272.50
Shawn OHargan, P.C.	8.50	2,295.00	19,507.50
Sarah Osborne	156.60	1,065.00	166,779.00
Joshua Raphael	126.10	1,195.00	150,689.50
Maddison Malone Riddick	0.90	1,525.00	1,372.50

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
 Matter Number: 58395-4

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Scott Rolnik, P.C.	2.00	2,175.00	4,350.00
Michael A. Sloman	7.30	1,375.00	10,037.50
Josh Sussberg, P.C.	0.50	2,595.00	1,297.50
Luz Tur-Sinai Gozal	84.90	880.00	74,712.00
Michael Leonard Urschel, P.C.	0.40	2,465.00	986.00
Gary M. Vogt	2.00	705.00	1,410.00
Quin Wetzel	38.20	1,065.00	40,683.00
Mary Catherine Young	37.60	1,195.00	44,932.00
TOTALS	1,441.70		\$ 1,809,395.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Ziv Ben-Shahar	4.10	Analyze plan issues re proposition 65 liabilities (2.9); correspond with J. Raphael re same (.4); conference with B. Messing, K&E team re same (.8).
05/01/25	Nicole L. Greenblatt, P.C.	1.00	Review and analyze open issues re plan supplement and related matters (.5); conference with D. Hunter, K&E team re same (.5).
05/01/25	Keli Huang	1.50	Conference with PH re emergence (1.0); review, revise emergence closing summary (.5).
05/01/25	Derek I. Hunter	1.30	Telephone conference with M. Levine, K&E team, Company advisors, PH, Lazard re plan, confirmation issues (.5); conference with M. Levine, Company YCST, Alix, PH re plan, confirmation, issues, status (.5); correspond with M. Levine, K&E team re same (.3).
05/01/25	Mark McKane, P.C.	1.30	Analyze litigation trust agreement terms (.7); review requested turnover of director and officer communications (.6).
05/01/25	Brian Messing	0.30	Review, analyze docket re confirmation, cure objections.
05/01/25	Sarah Osborne	2.20	Review, analyze precedent re confirmation objections (1.2); review, revise summary re same (.7); draft notice of confirmation hearing adjournment (.3).
05/01/25	Joshua Raphael	4.70	Review, analyze emergence checklist (.3); correspond with S. Osborne, K&E team re same, confirmation items (.2); review, revise confirmation order (3.9); correspond with Kroll, M. Levine, counsel re Class 5 and 7 ballots, plan supplement documents, service (.3).
05/02/25	Susan D. Golden	0.40	Review, analyze USADE comments to confirmation order (.2); correspond with A. Sexton re same (.2).
05/02/25	Derek I. Hunter	0.80	Conference and correspond with M. Levine, K&E team re plan supplement, non-competes and schedules.

Legal Services for the Period Ending June 2, 2025
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Disclosure Statement/Plan/Confirmation

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Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/02/25	Maddison Levine	4.70	Review, revise confirmation order (3.1); review, analyze issues, precedent re same (.6); telephone conferences with landlords, J. Raphael, K&E team re same, open items (.4); review, revise plan objection summaries (.3); correspond with S. Osborne, K&E team re same (.3).
05/02/25	Sarah Osborne	6.70	Draft emergence and confirmation summary checklist (3.1); review, revise summary re confirmation objections (.5); review, revise confirmation order (3.1).
05/02/25	Joshua Raphael	7.40	Review, revise, confirmation order (3.2); review, analyze comments to plan, confirmation order (3.9); correspond with M. Levine, K&E team re same (.3).
05/04/25	Maddison Levine	2.70	Review, revise confirmation order (.8); review, analyze objections re same (.9); correspond with B. Nakhaimousa re same (.3); review, revise summary re same (.7).
05/05/25	Nicole L. Greenblatt, P.C.	0.60	Review and analyze open confirmation and litigation trust issues.
05/05/25	Derek I. Hunter	1.00	Telephone conference with M. Levine, K&E team, Company advisors, Lazard, PH re plan, confirmation status (.5); conference with YCST, M. Levine, WFG, PH, Alix teams re status (.5).
05/05/25	Maddison Levine	2.30	Review, revise plan (.5); correspond with J. Raphael, K&E team re same (.3); review, analyze landlord confirmation order inserts (.4); review, analyze issues re same (.2); review, revise confirmation order (.6); correspond with B. Nakhaimousa, K&E team re same (.3).
05/05/25	Mark McKane, P.C.	1.50	Review, revise draft valuation, liquidation declarations (1.1); review, analyze revisions to draft litigation trust agreement (.4).
05/05/25	Brian Messing	1.10	Review, revise draft objection to Prophecy Trust claims (.9); correspond with M. Levine, K&E team, YCST re same (.2).
05/05/25	Sarah Osborne	4.10	Review, research precedent confirmation orders (3.1); review, revise confirmation order (.2); review, revise confirmation objection summary (.8).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/25	Joshua Raphael	7.20	Review, comment on emergence checklist (.3); review, comment on confirmation order (.1); correspond with S. Osborne re same (.1); correspond re objections with M. Levine, K&E team (.2); review, analyze confirmation order insert re USADE (1.0); correspond with M. Levine, A. Sexton, K&E team re same (.1). review, revise plan (2.5); conference with M. Levine, B. Nakhaimousa re plan, confirmation order (.2); further revise plan (2.5); review, analyze confirmation order (.2).
05/06/25	Jacob E. Black	3.60	Review, analyze confirmation brief (3.4); correspond with B. Messing, K&E team re same (.2).
05/06/25	Jacqueline Cloutier	0.90	Review and revise confirmation order.
05/06/25	Derek I. Hunter	2.50	Conference with Company, M. Levine, K&E team, Alix, Ducera re confirmation, status (1.0); review, analyze and revise work product and analyses re same (1.5).
05/06/25	Maddison Levine	3.10	Telephone conference and correspond with Duane Morris, J. Raphael, K&E team re plan issues, confirmation order (.4); review, analyze language re same (.3); review, revise confirmation order (.8); correspond with J. Raphael re same (.3); review, revise plan (.6); review, revise emergence checklist (.5); correspond with S. Osborne, K&E team re same (.2).
05/06/25	Drew Maliniak	1.00	Review and revise confirmation order.
05/06/25	Brian Messing	2.90	Review, analyze plan objections (.1); correspond with B. Nakhaimousa, K&E team, Alix re confirmation brief (.4); revise confirmation brief (2.1); conference with J. Raphael re same (.3).
05/06/25	Sarah Osborne	7.30	Review, revise confirmation order (1.2); research precedent re same (.5); review, analyze objections, informal comments to plan, confirmation order (2.3); revise objection summary re same (.6); correspond with J. Raphael, K&E team re same (.4); review, revise emergence checklist (1.4); research re plan comments (.7); telephone conference with objecting counterparty, M. Levine, K&E team re confirmation order comments (.2).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/06/25	Joshua Raphael	5.10	Review, analyze confirmation order, comments re same (.4); correspond with S. Osborne re same (.4); review, revise plan (.2); review, comment on emergence checklist (.4); correspond with M. Levine, K&E team re plan, confirmation (.3); conference with B. Messing re confirmation brief questions (.3); conference with Company, M. Levine, K&E team, Alix, Ducera re status (.3); conference with counsel to Chubb, M. Levine, K&E team re plan, confirmation (.2); review, analyze confirmation objection, correspondence re plan, confirmation order (.2); review, revise, analyze, revise plan, objections to same (2.3); correspond with D. Hunter, K&E team re same (.1).
05/06/25	Luz Tur-Sinai Gozal	0.40	Correspond with B. Messing re plan objections, confirmation brief (.1); review, analyze cure objections (.2); revise objection tracker re same (.1).
05/07/25	Ziv Ben-Shahar	1.70	Correspond with Kroll, M. Levine re ballots, voting report (.4); conference with counterparties re objections to confirmation (.6); correspond with B. Nakhaimousa, M. Levine re same (.7).
05/07/25	Jacob E. Black	3.40	Analyze, evaluate plan confirmation considerations, plan objections (3.1); correspond with B. Messing, K&E team re same (.3).
05/07/25	Aislinn Comiskey	1.70	Review, analyze declaration in support of confirmation precedent re valuation (1.5); correspond with B. Nakhaimousa, M. Young re same (.2).
05/07/25	Julia Fletcher	2.50	Review, analyze plan objection.
05/07/25	Nicole L. Greenblatt, P.C.	0.50	Review, analyze open issues re litigation trust.
05/07/25	Derek I. Hunter	2.30	Conference with B. Nakhaimousa K&E team, Company, Alix, Ducera re Buddy's, next steps and related issues (.7); review, analyze materials (1.0); correspond with M. Levine, K&E team re deal considerations and related issues (.6).
05/07/25	Sarah Jones	1.50	Research re plan objection and confirmation issues.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/07/25	Maddison Levine	5.90	Review, revise plan (.7); correspond with J. Raphael, K&E team, PH re same (.4); conferences with J. Raphael, K&E team, PH re same, cure issues (.5); review, revise confirmation declarations (1.8); review, revise summary re confirmation workstreams (.6); correspond with S. Osborne, K&E team re same (.3); review, analyze Kahn objection (.8); correspond with D. Hunter, K&E team re same, next steps (.2); review, revise Chubb confirmation language (.4); correspond with J. Raphael re same (.2).
05/07/25	Dominick Vito Manetta	2.00	Revise summary re confirmation workstreams, status (1.3); correspond with B. Nakhaimousa, K&E team re same (.7).
05/07/25	Mark McKane, P.C.	0.80	Review, analyze voting results, including opt-ins for third party releases (.3); review, revise draft litigation trust agreement re Akin and Petrillo data pulls (.5).
05/07/25	Brian Messing	6.80	Revise confirmation brief (.8); review, analyze precedent re Kahn objection reply (3.7); draft summary re same (.9); telephone conferences with J. Black re same (.7); correspond with J. Black, K&E team re same (.7).
05/07/25	Brian Nakhaimousa	7.20	Conference with D. Hunter, M. Levine re plan, confirmation matters (.2); review, analyze issues, related research re same (7.0).
05/07/25	Sarah Osborne	10.30	Review, revise emergence and confirmation workstream summary (2.3); review, revise confirmation objection summary (1.9); review, analyze proposed language re confirmation order (3.9); research precedent re same (2.2).
05/07/25	Joshua Raphael	4.20	Conferences with M. Levine, S. Osborne re plan, confirmation (.5); review, analyze restructuring steps presentation (1.0); correspond with B. Nakhaimousa, M. Levine, Alix re same (.2); review, analyze, revise plan, LTA, confirmation order language (2); correspond with M. Levine, K&E team re same (.2); review, analyze emergence checklist (.2); correspond with S. Osborne, K&E team re same (.1).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/07/25	Joshua Raphael	1.60	Correspond with objecting party re informal plan objection (.3); conference with M. Levine re plan (.2); review, revise plan (.9); conference with M. Levine re cures (.2).
05/07/25	Luz Tur-Sinai Gozal	2.50	Review, analyze Kahn objection (.3); draft response to same (2.1); correspond with B. Messing re same (.1).
05/08/25	Ziv Ben-Shahar	2.40	Correspond with PH, M. Levine, K&E team re voting report (.1); correspond with Kroll, B. Nakhaimousa, K&E team re ballots (.6); analyze issues re voting report, confirmation (1.4); analyze issues re solicitation (.3).
05/08/25	Jacob E. Black	8.40	Correspond with B. Messing, K&E team re plan objections, confirmation issues (2.6); review, analyze considerations re same (3.7); research re same (2.1).
05/08/25	Caroline Buthe	3.30	Research re confirmation order (.3); draft, revise voting declaration (2.9); correspond with Z. Ben-Shahar re same (.1).
05/08/25	Aislinn Comiskey	0.60	Review and analyze confirmation order and transcript precedent (.5); correspond with C. Buthe, K&E team re same (.1).
05/08/25	Julia Fletcher	4.20	Research re 1129(a)(10) (1.7); draft summary re same (1.5); conference with B. Messing re same (.6); review, revise research re 1129(a)(10) (.4).
05/08/25	Nicole L. Greenblatt, P.C.	0.70	Conference and correspond with M. McKane, K&E team re Kahn objection and press inquiries.
05/08/25	Derek I. Hunter	4.80	Conference with M. Levine, K&E team, Company advisors, PH, Lazard re confirmation, priority items (.5); conference with B. Nakhaimousa, K&E team, Lazard, Ducera, Willkie, Paul Hastings, Alix, YCST (1.0); conference with Company, advisors, M. Levine, K&E team re status (1.0); review, analyze and revise work product and analyses re same (2.3).
05/08/25	Sarah Jones	1.70	Research confirmation issues re plan objection.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/08/25	Maddison Levine	3.90	Review, analyze plan objections (.8); review, analyze summary re same (.4); correspond with S. Osborne, K&E team re same (.2); telephone conference with B. Nakhaimousa, K&E team re receivable facility, plan issues (.4); review, analyze same (.3); review, analyze voting results (.3); correspond with Kroll, B. Nakhaimousa, K&E team re same, voting report (.3); review, analyze various landlord inbounds re plan, confirmation order (.5); correspond with J. Raphael, K&E team re same (.4); review, analyze confirmation order re same (.3).
05/08/25	Dominick Vito Manetta	0.60	Revise plan supplement summary.
05/08/25	Mark McKane, P.C.	0.60	Conference with N. Greenblatt, B. Arnault re Kahn objection (.3); review, analyze same (.3).
05/08/25	Brian Messing	11.70	Review, analyze Kahn claims objection, related issues (3.9); review, analyze precedent re same (3.3); draft summaries re issues re same (2.6); correspond with J. Black, K&E team re same (.9); telephone conferences with J. Fletcher re same (.4); telephone conference with J. Black re same (.6).
05/08/25	Brian Nakhaimousa	4.80	Review, analyze objections to plan confirmation (1.8); conferences with M. Levine, Company re asset considerations re RTM (1.4); conferences with M. Levine re same (.2); review, revise confirmation brief (1.3); correspond with B. Messing, K&E team re same (.1).
05/08/25	Brian Nakhaimousa	0.80	Conference with counsel to various landlords, J. Raphael, K&E team re plan (.4); correspond with J. Raphael re plan objection (.1); conference with M. Levine, MNAT re plan matters (.3).
05/08/25	Brian Nakhaimousa	3.60	Correspond with M. Levine, K&E team re open issues, related strategy, plan confirmation (1.0); research, analyze issues re same (2.6).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/08/25	Sarah Osborne	7.60	Review, analyze issues re confirmation order language (1.9); research re same (2.9); review, analyze precedent confirmation hearing transcripts re same (.9); telephone conference with M. Levine, K&E team re plan comments (.4); telephone conference with counterparty, M. Levine, K&E team re confirmation order language (.4); review, revise confirmation objection summary (.6); telephone conference with counterparty, M. Levine, K&E team re plan objection (.5).
05/08/25	Joshua Raphael	4.70	Review, analyze confirmation order, plan documents, comments re same (2.9); correspond and conferences with counterparties re same, M. Levine, S. Osborne (.9); prepare for same (.4); conference with Company, M. Levine, K&E team, Ducera, Alix re confirmation (.5).
05/08/25	Luz Tur-Sinai Gozal	7.70	Review, revise confirmation brief (2.9); correspond with B. Messing re same (.2); telephone conference with B. Messing re accepting class research (.2); research re deemed-to-accept status (.7); review, analyze TopCo proof of claim re indemnification obligations (1.8); correspond with B. Messing re same (.2); research re restricted stock units and section 510(b) (.6); correspond with J. Black, B. Messing re same (.3); telephone conference with B. Messing re next steps (.3); draft legal standard for confirmation brief re code sections 502, 510 (.4); correspond with D. Hunter, K&E team re same (.1).
05/08/25	Quin Wetzel	2.70	Review, revise Orlofsky declaration.
05/09/25	Michael Beauchamp	0.40	Telephone conference with M. Levine, K&E team re confirmation status, priority issues.
05/09/25	Caroline Buthe	5.40	Research re confirmation brief (4.3); correspond with M. Levine re same (.1); correspond with Alix re same (.1); review, revise voting declaration (.9).
05/09/25	Aislinn Comiskey	6.10	Review, analyze precedent transcripts re confirmation.
05/09/25	Julia Fletcher	8.20	Review, revise confirmation brief (6.8); review, revise motion to exceed page limit (1.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/25	Ashlyn Gallagher	1.80	Compile precedent (.7); draft motion to exceed page limit shell (1.1).
05/09/25	Nicole L. Greenblatt, P.C.	1.20	Conference with D. Hunter, K&E team re confirmation objections and briefing strategy.
05/09/25	Derek I. Hunter	4.90	Conference and correspond with M. Levine, K&E team, Company advisors re work in process, related contingency planning issues (1.5); review, analyze and revise work product and analyses re same (1.0); analyze deal considerations and related issues (1.5); conference and correspond with M. Levine, K&E team re privileged analyses (.9).
05/09/25	Sarah Jones	0.30	Conference with B. Messing, K&E team re confirmation issues.
05/09/25	Sarah Jones	9.70	Revise confirmation brief.
05/09/25	Maddison Levine	1.90	Correspond and telephone conference with N. Greenblatt, K&E team re Kahn objection, plan issues (.5); review, analyze same (.2); telephone conferences with various landlords re plan issues, confirmation order language (.4); review, revise confirmation declarations (.5); review, revise confirmation order re voting results (.3).
05/09/25	Dominick Vito Manetta	2.00	Review, analyze Kahn objection (.4); review, analyze hearing transcripts re confirmation (1.1); draft summary re same (.5).
05/09/25	Mark McKane, P.C.	2.10	Assess Kahn objection and potential replies (.8); conference with N. Greenblatt, K&E team re same (.5); prepare for same (.1); participate in conference with Alix re liquidation analysis and Kahn objection (.5); prepare for same (.5).
05/09/25	Brian Messing	6.80	Conference with D. Hunter, K&E team re Kahn claims analysis (.4); conference with M. Levine, K&E team re confirmation priority items, status (.4); analyze issues re Kahn claims objection (.2); revise confirmation brief re responses to objections (2.6); review, revise confirmation brief (1.8); telephone conference with J. Black re same (.3); correspond with J. Black, K&E team re same, objection analysis (1.1).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/25	Brian Nakhaimousa	6.20	Review, revise confirmation brief (1.2); correspond with B. Messing, K&E team re same (.1); conference with N. Greenblatt, K&E team re Kahn objection (.5); conference with Alix, B. Arnault, K&E team, AlixPartners re Kopa declaration (.5); research re confirmation issues (.7); conference with D. Hunter re same (.2); review, revise Orlofsky declaration (.6); correspond with Q. Wetzel, K&E team re same (.1); conference with counsel to landlords, J. Raphael, K&E team re plan (.5); conference with D. Hunter, M. Levine re plan confirmation, work in process, next steps (.7); conference with M. Levine re same (.2); conference with YCST re plan, confirmation matters (.8); correspond with J. Raphael, K&E team re confirmation issues (.1).
05/09/25	Sarah Osborne	5.30	Review, revise summary re confirmation objections (.6); review, revise confirmation order (1.9); research, analyze issues re same (1.9); review, revise same (.9).
05/09/25	Joshua Raphael	5.40	Conference with M. Levine, K&E team re confirmation, work in process (.5); review, analyze plan, confirmation order (2.5); review, revise and correspond S. Osborne, K&E team re same (2.4).
05/09/25	Michael A. Sloman	0.70	Review, revise confirmation declaration.
05/09/25	Luz Tur-Sinai Gozal	11.70	Review, revise confirmation brief (9.2); research, analyze BMH objection claims (1.4); correspond with B. Nakhaimousa, B. Messing, K&E team re same (.3); conference with B. Messing, K&E team re same (.3); conference with B. Nakhaimousa, K&E team re confirmation work in process (.3); conference with J. Black, K&E team re confirmation brief and claims objection (.2).
05/09/25	Quin Wetzel	4.60	Review, revise confirmation declaration (2.8); analyze plan re same (.6); review, analyze Kahn objection (.9); correspond with M. Sloman re same (.3).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/10/25	Ziv Ben-Shahar	5.00	Revise voting declaration (1.7); correspond with C. Buthe re same (.8); correspond with B. Messing, K&E team, Kroll re voting report, confirmation issues (.6); analyze issues re same (1.9).
05/10/25	Caroline Buthe	4.80	Research re confirmation (2.2); correspond with D. Hunter re same (.1); revise voting declaration (2.3); correspond with Z. Ben-Shahar, M. Levine re same (.2).
05/10/25	Julia Fletcher	6.90	Review, analyze precedent re 1129(a)(10) (2.4); review, revise confirmation brief (3.1); review, revise page extension motion (1.4).
05/10/25	Derek I. Hunter	1.70	Conference and correspond with M. Levine, K&E team re plan supplement, non-competes and schedules (1.0); review, analyze re same (.7).
05/10/25	Maddison Levine	3.70	Review, revise confirmation declarations (2.2); correspond with B. Nakhaimousa, K&E team re same, open items (.8); review, revise plan (.5); correspond with J. Raphael re same (.2).
05/10/25	Mark McKane, P.C.	0.30	Confer with B. Arnault, D. Hunter re Kahn responses and potential discovery.
05/10/25	Brian Messing	5.10	Revise confirmation brief (3); correspond with J. Black, K&E team re same (1.1); conferences with L. Tur-Sinai Gozal re same (.9); telephone conference with J. Black re same (.1).
05/10/25	Brian Nakhaimousa	4.00	Review, revise confirmation brief (3.9); correspond with B. Messing, K&E team re same (.1).
05/10/25	Brian Nakhaimousa	1.60	Review, revise motion to exceed page limit (.4); correspond with J. Fletcher, K&E team re same (.1); review, revise voting report declaration (.3); correspond with C. Buthe, K&E team re same (.1); review, revise Orloffsky declaration (.3); correspond with Q. Wetzel, K&E team re same (.1); review, analyze confirmation order (.1); review, revise claims objection (.2).
05/10/25	Sarah Osborne	1.60	Review, revise confirmation order.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/10/25	Joshua Raphael	3.10	Review, revise plan (1.4); correspond with B. Nakhaimousa K&E team re objections to same (.4); review, analyze confirmation order re same (1.3).
05/10/25	Luz Tur-Sinai Gozal	10.30	Telephone conference with B. Messing re confirmation brief (.7); revise confirmation brief (5.4); correspond with B. Nakhaimousa, B. Messing re same (.2); correspond with Kroll re ballots (.1); correspond with Z. Ben-Shahar, K&E team re voting results (.1); correspond with Q. Wetzel, K&E team re declarations (.1); review, revise claims objection (3.1); telephone conference with B. Messing re same (.3); correspond with D. Hunter, K&E team re same (.3).
05/10/25	Quin Wetzel	5.40	Revise confirmation declaration re Kahn objection (4.0); review, analyze 1129(a)(10) requirements (.9); correspond with B. Nakhaimousa re same (.5).
05/10/25	Mary Catherine Young	1.40	Review, revise motion to extend brief page limit.
05/11/25	Ziv Ben-Shahar	1.70	Correspond with Kroll, C. Buthe, K&E team re voting declaration (1.1); revise voting declaration (.6).
05/11/25	Caroline Buthe	1.10	Correspond with Kroll re voting report (.2); revise voting declaration (.8); correspond with B. Arnault, K&E team, YCST team re same (.1).
05/11/25	Julia Fletcher	4.10	Review, analyze precedent re 1129(a)(10) (1.6); review, revise motion to extend page limit re confirmation brief (.4); review, analyze precedent re confirmation orders (1.0); revise confirmation brief (1.1).
05/11/25	Derek I. Hunter	5.60	Conference and correspond with M. Levine, K&E team, Company advisors re work in process, deal status, related confirmation issues (1.5); review, revise work product and analyses re same (1.0); analyze deal considerations and related issues (1.5); conference and correspond with M. Levine, K&E team re privileged analyses (1.6).
05/11/25	Sarah Jones	2.00	Review, analyze confirmation brief.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/11/25	Maddison Levine	4.10	Review, analyze plan objection summaries (.4); correspond with J. Raphael, K&E team re same (.2); review, revise motion to extend brief page limit (.3); correspond with M. Young re same (.2); review, revise confirmation declarations (1.7); correspond with Q. Wetzel, K&E team re same (.2); review, revise confirmation order (.9); correspond with S. Osborne, K&E team re same (.2).
05/11/25	Brian Messing	12.20	Revise confirmation brief (7.9); review, analyze precedent re same (2.6); correspond with B. Nakhaimousa, K&E team re same (1.7).
05/11/25	Brian Nakhaimousa	4.80	Review, analyze open issues re confirmation and related Kahn objection (2.8); correspond and conferences with Ml. Levine, K&E team re same (1.5); review, analyze correspondence from N. Greenblatt, K&E team re same (.5).
05/11/25	Sarah Osborne	3.10	Review, revise confirmation order.
05/11/25	Joshua Raphael	3.50	Review, analyze confirmation order (1); research, comment re same (2); correspond with S. Osborne, K&E team re same (.5).
05/11/25	Luz Tur-Sinai Gozal	11.60	Revise confirmation brief (7.6); correspond with B. Messing re same (.1); review, revise TopCo claims objection (3.4); correspond with D. Hunter, K&E team, YCST re same (.3); correspond with Alix re CorVel payment (.2).
05/11/25	Quin Wetzel	1.70	Review, revise confirmation declaration.
05/11/25	Mary Catherine Young	0.30	Correspond with M. Levine, YCST re motion to exceed brief page limit.
05/12/25	Ziv Ben-Shahar	1.20	Revise voting declaration (.9); correspond with Kroll re ballots (.3).
05/12/25	Julia F. Burnson	0.60	Research precedent re confirmation hearing transcripts.
05/12/25	Caroline Buthe	7.50	Research re voting declaration (.3); revise voting declaration (2.6); correspond with Kroll re same (.1); correspond with YCST re same (.1); research re confirmation order (4.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/12/25	Aislinn Comiskey	6.30	Correspond with M. Levine, M. Young, K&E team re declaration ISO confirmation (.3); review, revise same (2.2); correspond with C. Buthe, K&E team re confirmation order (.3); review, revise same (1.2); review, analyze confirmation hearing transcript precedent re confirmation order (2.3).
05/12/25	Julia Fletcher	8.50	Review, revise confirmation brief (1.1); draft confirmation document summary chart (1.1); review, revise 1129(a)(10) claims objection research (.3); review, analyze confirmation precedent (4.1); review, analyze precedent re 1129(a)(10) objection (1.9).
05/12/25	Nicole L. Greenblatt, P.C.	1.40	Review and analyze updates on confirmation related matters.
05/12/25	Derek I. Hunter	5.20	Conference with M. Levine, K&E team, Company re confirmation hearing discussion, update (1.0); conference with M. Levine, K&E team, Company advisors, PH, Lazard re same (.7); conference with B. Nakhaimousa, K&E team, Lazard, Ducera, PH, Alix, YCST re deal status, related confirmation issues (.7); conference with B. Nakhaimousa, K&E team, WBD re BMH plan objection (.5); review, analyze materials re same (1.3); conference with M. Levine, K&E team, Alix re liquidation analysis expert report, fee forecast discussion (.5); conference with M. Levine, K&E team, YCST, Alix, Ducera re confirmation, high priority items (.5).
05/12/25	Sarah Jones	3.70	Revise confirmation brief (3.2); correspond with L. Gozal re same (.5).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/12/25	Maddison Levine	5.70	Review, revise confirmation order (.8); correspond with S. Osborne, K&E team re same (.4); review, revise plan objection summary (.4); review, analyze precedent, objections re same (.3); correspond with S. Osborne, K&E team re same (.2); review, revise confirmation declarations (1.6); review, analyze issues re same (.4); correspond with B. Nakhaimousa, K&E team re same (.3); review, analyze research re 1129(a)(10) provision (.5); correspond and conferences with B. Messing, K&E team re same (.3); telephone conference with WBD, B. Nakhaimousa, K&E team re Buddy's plan issues (.5).
05/12/25	Dominick Vito Manetta	9.40	Review, analyze hearing transcripts re confirmation (3.3); draft summary re same (2.3); revise confirmation order (1.3); review, revise confirmation brief (2.5).
05/12/25	Mark McKane, P.C.	6.90	Assess and propose revisions to draft confirmation declarations (2.3); conference with B. Arnault re Meyer and Orlofsky declarations (.5) review witness attendance and availability issues (.6); conference with Alix re liquidation analysis and fee forecast (.6); analyze claim objection strategy issues (.7); review and propose revisions to draft confirmation brief (2.2).
05/12/25	Brian Messing	7.60	Revise confirmation brief (2.6); correspond with B. Nakhaimousa, K&E team, PH, WC, Pachulski, Alix re same (1.1); review, analyze summary re section 1129(a)(10) argument (.1); review, analyze precedent re confirmation requirements (3.8).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/12/25	Brian Nakhaimousa	8.20	Review, revise confirmation brief (3.9); correspond with B. Messing, K&E team re same (.4); further review, revise confirmation brief (.9); review, analyze Kahn objection (.2); conference with counsel to landlord, M. Levine, K&E team re plan (.2); review, revise Orlofsky declaration (.5); conference with M. Levine, YCST re claims objection (.5); conference with AlixPartners, B. Arnault, K&E team re Kopa declaration (.4); correspond with Q. Wetzel, K&E team re Orlofsky declaration (.1); conference with Ducera, M. Levine re plan (.3); conference with counsel to BMH, J. Goldfine, K&E team re BMH plan objection (.8).
05/12/25	Sarah Osborne	11.80	Review, revise confirmation order (2.1); correspond with M. Levine, K&E team re same (.2); analyze issues re requested confirmation order language from counterparty (.6); draft confirmation objection summary re brief (2.6); review, revise same (2.1); correspond with counterparties re objection (.6); research re governmental bar date and tax returns re confirmation order insert (1.1); draft plan supplement notice (.4); review, analyze precedent confirmation orders re related issues (2.1).
05/12/25	Joshua Raphael	10.50	Correspond and conferences re plan, confirmation order, related considerations with M. Levine, K&E team (1.0); analyze issues re same (.5); review, analyze confirmation order, plan, proposed language re same (3.9); research re same (1.0); conference with Alix, Ducera re status (.5); review, analyze outstanding objection status, issues re same (3.6).
05/12/25	Michael A. Sloman	0.80	Review, revise confirmation declarations.
05/12/25	Josh Sussberg, P.C.	0.20	Correspond with N. Greenblatt re confirmation hearing.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/12/25	Luz Tur-Sinai Gozal	7.10	Review, revise confirmation brief (5.3); correspond with B. Nakhaimousa re same (.1); coordinate with S. Jones, D. Manetta re confirmation brief (.1); review, revise TopCo claims objection and related declaration (1.3); correspond with J. Sussberg, K&E team, YCST re same, confirmation brief (.2); correspond with B. Messing re confirmation (.1).
05/12/25	Quin Wetzel	5.10	Review, revise confirmation declaration (3.8); correspond with B. Nakhaimousa, M. Levine re same (.5); telephone conference with M. Levine, YCST team, Alix team re confirmation workstreams (.5); review, analyze issues re same (.3).
05/12/25	Mary Catherine Young	3.20	Review, revise confirmation declaration (1.5); review, revise motion to exceed brief page limit (.2); review, analyze correspondence re confirmation workstreams, lease amendments (1.5).
05/13/25	Michael Beauchamp	6.70	Review, analyze confirmation declaration case law (.6); draft, revise confirmation declaration (3.9); review, revise re same (.4); correspond with M. Sloman, S. Henry, K&E team re same (1.1); compile exhibits re same (.3); telephone conference with M. Levine, K&E team re confirmation declarations (.4).
05/13/25	Ziv Ben-Shahar	7.40	Draft, revise voting declaration (3.5); review, analyze voting declaration, solicitation procedures, related disclosures (3.9).
05/13/25	Ziv Ben-Shahar	6.90	Correspond with contract counterparties re cure reconciliations (1.0); analyze issues re same (3.8); review, analyze claims registers (.4); conferences with M. Levine, K&E team re claims objection, declarations re same (1.7).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/13/25	Caroline Buthe	9.50	Review, revise voting declaration (3.7); further revise re same (3.9) correspond with B. Arnault, K&E litigation team re same (.1); correspond with D. Hunter re same (.1); correspond with Z. Ben-Shahar re same (.1); research re same (.2); telephone conference with M. Levine, B. Nakhaimousa, Z. Ben-Shahar re same (.7); telephone conference with M. Levine, K&E team re confirmation status (.2); telephone conference with M. Levine, K&E team re same (.5).
05/13/25	Aislinn Comiskey	1.80	Correspond with M. Young, K&E team, YCST team re confirmation declaration (.7); review, revise same (.5); conference with M. Mackay re same (.1); conference with M. Young re same (.1); conference with M. Levine, K&E team re confirmation documents (.4).
05/13/25	Julia Fletcher	6.40	Review revise confirmation declaration (2.8); conference with D. Hunter, K&E team re confirmation brief (.7); review, revise motion to extend page limit re confirmation brief (.5); review, revise confirmation elements summary (.3); further review, revise confirmation declaration (2.1).
05/13/25	Nicole L. Greenblatt, P.C.	1.90	Review and analyze updates on confirmation matters and related conferences.
05/13/25	Derek I. Hunter	6.90	Prepare for telephone conference with M. Levine, K&E team, PH team, W&C team re confirmation issues (.5); conference with M. Levine, K&E team, PH team, W&C team re same (.5); correspond with M. Levine, K&E team re confirmation brief and objections re same (1.0); review, analyze confirmation brief and objections re same (1.4); conference with FRG team, M. Levine, K&E team, Ducera team, Alix team re confirmation issues (1.0); correspond with M. Levine, K&E team, Company advisors re confirmation work in process (1.5); review, analyze and revise confirmation documents (1.0).
05/13/25	Sarah Jones	0.80	Conference with D. Hunter, K&E team re confirmation issues.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/13/25	Maddison Levine	6.30	Review, revise plan objection summary (.9); correspond with S. Osborne re same (.2); review, revise confirmation declarations (1.0); correspond with B. Nakhaimousa, K&E team re same (.5); conference with landlords' counsel re plan issues (.4); review, analyze correspondence re same (.7); review, analyze confirmation order revisions (.5); correspond with J. Raphael, K&E team re same (.7); review, analyze issues re emergence from chapter 11 (.4); correspond with Company re same (.1); correspond with Company, PH team re plan supplement documents (.6); review, analyze issues re same (.3).
05/13/25	Drew Maliniak	0.30	Correspond with S. Osborne re confirmation order.
05/13/25	Dominick Vito Manetta	2.70	Draft confirmation work in process summary (2.4); telephone conference with M. Levine, K&E team re same (.3).
05/13/25	Mark McKane, P.C.	5.50	Prepare for telephone conference with W&C and PH teams re confirmation issues (.4); conference with W&C and PH teams re same (.4) review and revise confirmation declarations (2.1); correspond with B. Arnault, S. Henry re same (.5) correspond with Petrillo team re confirmation declaration issues (.6); review, revise confirmation brief (1.5).
05/13/25	Brian Messing	13.10	Revise confirmation brief (3.8); analyze issues re same (3.8); correspond with J. Black, K&E team re same (2.6); conference with D. Hunter, K&E team, PH team, W&C team re confirmation issues (.5); conference with L. Tur-Sinai Gozal re confirmation issues (.1); conference with Q. Wetzel re same (.1); telephone conferences with L. Tur-Sinai Gozal re same (1.2); conference with D. Hunter, K&E team re confirmation brief, objections re same (.7); conference with J. Black, K&E team re plan objections (.3).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/13/25	Brian Nakhaimousa	7.80	Review, revise confirmation declarations (3.1); review, revise plan (1.3); correspond with J. Raphael, K&E team re same (.2); review, revise confirmation pleadings (1.2); review and analyze confirmation issues re same (2.0).
05/13/25	Brian Nakhaimousa	6.80	Review, revise confirmation declarations (2.4); review, analyze confirmation objection summary (.2); correspond with Z. Ben-Shahar re voting declaration, voting matters (.3); review, revise confirmation order (.6); correspond with PH team, counsel to BMH re same (.3); conference with PH, W&C teams, D. Hunter, K&E team re confirmation brief (.5); review, analyze confirmation objections (.8); correspond with Akin team re confirmation brief (.1); conference with M. Levine, J. Raphael, S. Osborne re confirmation order (.3); review, analyze confirmation issues (.3); conference with YCST team re same (.1); correspond with Z. Ben-Shahar re same (.1); conference with Z. Ben-Shahar re same (.4); conference with PH, LW, Choate teams, counsel to various landlords, M. Levine, K&E team re plan, confirmation order (.4).
05/13/25	Sarah Osborne	13.90	Review, revise plan objection summary (1.6); review, analyze issues re confirmation order (3.1); review, revise plan supplement notice (.4); review, analyze issues re plan revisions (.3); correspond with YCST team re confirmation hearing agenda (.6); correspond with landlord counterparties re confirmation order (1.6); telephone conference with M. Levine, K&E team re confirmation workstreams (.5); review, revise notice of plan blackline (.3); review, revise confirmation order (1.5); telephone conference with M. Levine, K&E team re same (.8); review, revise confirmation order (2.2); research issues re same (1.0).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/13/25	Joshua Raphael	7.40	Review, revise plan (3.6); conference with B. Nakhaimousa, M. Levine re confirmation issues (.5); conference with Company advisors re same (.5); review, analyze issues re plan, confirmation order (2.3); conference with B. Messing re confirmation brief (.5).
05/13/25	Michael A. Sloman	3.40	Review, revise confirmation declarations.
05/13/25	Luz Tur-Sinai Gozal	15.70	Telephone conference with D. Hunter, K&E team, W&C team, PH team re confirmation issues (.5); conference with B. Nakhaimousa, K&E team re confirmation works in process (.7); review, revise confirmation brief (3.9); further review, revise re same (3.4); review, analyze issues re same (.9); correspond with B. Messing, K&E team re same (.2); review, revise claims objection, declaration re same (3.6); correspond with D. Hunter, K&E team, W&C, PH, UCC, YCST teams re same, motion to shorten notice re same (.3); telephone conference with B. Messing re claims objection (.2); conference with D. Hunter, K&E team re confirmation work in process (.8); conference with M. Levine, K&E team re next steps re same (.7); telephone conference with M. Levine re claims objection (.1); telephone conference with B. Messing re same (.4).
05/13/25	Quin Wetzel	10.90	Review, revise confirmation declarations (1.4); correspond with M. Levine re same (.6); conference with M. Levine, K&E team re confirmation pleadings (1.0); review, analyze confirmation brief re same (2.4); review, revise confirmation declaration (2.6); review, analyze confirmation objection issues (2.9).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/13/25	Mary Catherine Young	7.60	Review, revise Grubb declaration (.4); correspond with A. Comiskey re same (.2); review, analyze correspondence from M. Levine re confirmation (1.0); conference with M. Levine, K&E team re confirmation pleadings (.5); review, analyze documents re same (1.5); conference with M. Levine, K&E team re confirmation (.5); review, analyze documents re same (3.0); correspond with M. Levine, K&E team, Alix team re plan supplement schedules (.5).
05/14/25	Michael Beauchamp	4.80	Review, revise confirmation declaration (1.5); prepare same for filing (1.6); correspond with M. Sloman, K&E team re same (.8); telephone conference with M. Levine, K&E team re confirmation pleadings works in process (.9).
05/14/25	Ziv Ben-Shahar	2.20	Analyze issues re confirmation declarations (1.7); correspond with B. Nakhaimousa re same (.4); review, revise same (.1).
05/14/25	Ziv Ben-Shahar	5.40	Correspond with B. Nakhaimousa, K&E team re voting declaration (2.1); review, analyze issues re same (3.3).
05/14/25	Caroline Buthe	7.10	Revise voting declaration (3.8); further review, revise re same (1.6); correspond with Z. Ben-Shahar, M. Sloman re same (.3); correspond with M. Levine, B. Nakhaimousa re same (.1); correspond with S. Osborne re same (.1); correspond with Kroll team re same (.3); telephone conference with Kroll team re same (.1); correspond with M. Mackay re same (.2); conference with B. Nakhaimousa, K&E team re confirmation workstreams (.4); conference with M. Levine, K&E team re same. (.2).
05/14/25	Aislinn Comiskey	3.60	Review, revise confirmation declarations (2.0); correspond with B. Nakhaimousa, M. Young, D. Manetta re same (1.1); conferences with M. Levine, K&E team re confirmation work in process (.5).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/14/25	Julia Fletcher	6.50	Review, revise confirmation brief (3.9); review, revise confirmation declaration (2.0); conference with M. Levine, K&E team re filings of same (.2); review, revise motion to exceed page limit re confirmation brief (.2); review, revise confirmation declaration (.2).
05/14/25	Nicole L. Greenblatt, P.C.	1.10	Review and analyze confirmation pleadings.
05/14/25	Derek I. Hunter	6.70	Conference with M. Levine, K&E team, Alix team re liquidation analysis expert report and fee forecast (.5); review and analyze issues re same (1.0); conferences with M. Levine, K&E team, Company re voting declaration, confirmation brief (1.0); review, analyze documents re same (2.0); conference with M. Levine, K&E team, Company re confirmation brief issues (1.0); correspond with M. Levine, K&E team issuers same (1.2).
05/14/25	Sarah Jones	0.50	Conference with M. Levine, K&E team re confirmation issues.
05/14/25	Maddison Levine	9.10	Review, revise confirmation order (.9); correspond with S. Osborne, K&E team re same (.5); review, revise confirmation declarations (3.2); correspond with Q. Wetzel, K&E team re same (1.1); review, revise plan (.9); correspond with J. Raphael, K&E team re same (.5); conference with LW team re ABL issues, emergence issues (.4); review, analyze Chubb confirmation issues (.5); correspond and conference with Duane Morris re same (.3); telephone conference with B. Nakhaimousa, K&E team re confirmation work in process (.8).
05/14/25	Dominick Vito Manetta	6.20	Draft confirmation work in process summary (3.5); review, revise re same (1.5); correspond with M. Levine, K&E team re same (.7); review, revise documents re confirmation brief; telephone conferences with M. Levine, K&E team re same (.5).
05/14/25	Mark McKane, P.C.	4.00	Conference with Alix team re liquidation analysis (.7); correspond with W&C and PH teams re confirmation brief and declarations (1.8); analyze liquidation analysis issues (.6); conference with D. Hunter, K&E team re confirmation issues (.9).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/14/25	Brian Messing	8.40	Correspond with B. Nakhaimousa, L. Tur-Sinai Gozal, J. Fletcher re confirmation brief (2.4); revise confirmation brief (3.9); analyze issues re same (1.7); review, analyze revisions re same (.4).
05/14/25	Brian Nakhaimousa	13.60	Review, revise confirmation brief (3.0); review, analyze plan revisions (3.5); review, analyze plan objections (3.7); review, revise confirmation declarations (3.4).
05/14/25	Sarah Osborne	14.80	Review, revise confirmation order (3.9); correspond with PH team, M. Levine, K&E team, various lease counterparties re same (1.1); review, revise same (3.9); telephone conferences with M. Levine, K&E team re same (1.8); telephone conferences with lease counterparties, M. Levine, K&E team re same (1.1); coordinate filing re same (.4); review, revise emergence issues summary (.9); review, revise plan supplement summary (.7); further review, revise confirmation order (1.0).
05/14/25	Joshua Raphael	7.30	Review, analyze confirmation brief (3.1); review, analyze plan objections (2.3); correspond with M. Levine, K&E team re same (1.9).
05/14/25	Michael A. Sloman	2.40	Review, revise confirmation declarations (1.8); prepare same for filing (.6).
05/14/25	Luz Tur-Sinai Gozal	5.40	Correspond with Alix, Ducera teams re emergence issues (.1); revise confirmation brief (3.6); review, analyze same (1.0); correspond with B. Messing, K&E team re same (.3); conference with M. Levine, K&E team re confirmation works in process (.4).
05/14/25	Quin Wetzel	7.10	Review, revise confirmation declarations (4); telephone conference with M. Levine, K&E team re same (.6); review, analyze plan objection issues (1.9); correspond with B. Messing, B. Nakhaimousa re same (.6).
05/14/25	Mary Catherine Young	4.50	Correspond with M. Levine, K&E team re confirmation work in process (.4); review, analyze confirmation pleadings (1.1); conference with M. Levine, K&E team re same (.5); further review, analyze documents re same (2.5).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/25	Aislinn Comiskey	0.60	Correspond with M. Levine, S. Osborne, K&E team, PH team, re confirmation documents (.5); conference with M. Levine, K&E team re confirmation work in process (.1).
05/15/25	Julia Fletcher	3.40	Review, revise confirmation hearing talking points (2.0); correspond with B. Messing, K&E team re same (1.4).
05/15/25	Nicole L. Greenblatt, P.C.	1.20	Review and analyze confirmation pleadings.
05/15/25	Derek I. Hunter	4.30	Conference with M. Levine, K&E team, Ducera, Alix, Lazard, PH teams re confirmation work in process (.5); conference with M. Levine, K&E team, Lazard, Ducera, PH, Alix teams re same (.5); conference with M. Levine, K&E team, Ducera, FRG teams re same (1.0); review, analyze, revise confirmation pleadings (1.8); conference with B. Arnault re confirmation hearing (.5).
05/15/25	Sarah Jones	0.50	Conference with B. Messing, K&E team re confirmation hearing talking points.
05/15/25	Sarah Jones	2.20	Draft talking points re confirmation hearing.
05/15/25	Maddison Levine	3.80	Correspond with D. Hunter, K&E team re confirmation hearing presentation (.2); review, revise emergence issues summary (.5); correspond with S. Osborne, K&E team re same (.3); conference with Ducera team, B. Nakhaimousa, K&E team re valuation issues (.5); conference with D. Maliniak, K&E team re claim distributions (.3); review, analyze plan re same (.2); conference with D. Hunter, K&E team re confirmation hearing preparation, talking points (.4); correspond with Company, PH team re emergence diligence (.3); review, revise plan supplement documents (.8); review, revise summary re same (.3).
05/15/25	Cara Li	1.00	Review, revise documents re emergence considerations.
05/15/25	Mark McKane, P.C.	2.60	Review, analyze litigation trust agreement (1.1); analyze litigation hold re global settlement terms (.4); analyze issues re TopCo emergence (.5); analyze issues re confirmation hearing witness preparation (.6).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/15/25	Brian Messing	6.20	Draft, revise, review, analyze confirmation hearing talking points (1.8); conference with L. Tur-Sinai Gozal, J. Fletcher, S. Jones re same (.2); correspond with L. Tur-Sinai Gozal, J. Fletcher, S. Jones re same (.5); conference with B. Nakhaimousa, K&E team re same (.4); conference with J. Fletcher re same (.8); conference with J. Raphael re confirmation issues (.2); draft confirmation hearing presentation (2.3).
05/15/25	Annika Morin	0.50	Conference with C. Li, K&E team re emergence.
05/15/25	Brian Nakhaimousa	15.00	Conference with counsel to Pentex re confirmation issues (.3); review, revise confirmation brief (3.2); review, revise confirmation declarations (3.9); review, analyze plan objections (3.5); correspond with M. Levine, K&E team re confirmation pleadings (3.4); review, analyze issues, strategy re confirmation (.7).
05/15/25	Shawn OHargan, P.C.	2.00	Telephone conference with PH re franchisee considerations, emergence (.5); telephone conference with PH, Company, K. Huang, K&E team re emergence (1.5).
05/15/25	Sarah Osborne	11.50	Review, revise plan objection summary (2.1); review, revise emergence issues summary (.7); draft confirmation hearing presentation (2.9); review, analyze precedent re same (3.1); review, revise confirmation hearing presentation (2.1); draft plan supplement summary (.6).
05/15/25	Joshua Raphael	1.70	Conference with PH, Lazard, M. Levine, K&E team re deal status (.5); conference with D. Maliniak, K&E team re plan (.5); conference with B. Messing re plan global settlement (.2); conference with B. Nakhaimousa, K&E team re coordination re confirmation (.1); conference with M. Levine, K&E team re confirmation hearing presentation, talking points (.4).
05/15/25	Luz Tur-Sinai Gozal	4.90	Telephone conference with B. Messing, K&E team re confirmation hearing talking points (.5); draft talking points re same (3.9); correspond with J. Fletcher re same (.5).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/15/25	Quin Wetzel	0.70	Draft confirmation hearing talking points (.5); correspond with M. Levine re same (.2).
05/15/25	Mary Catherine Young	6.70	Correspond with Alix team re assumption, rejection schedules re plan supplement (1.5); review, analyze schedules (2.0); correspond with landlords' counsel re same (.6); analyze considerations re lease rejections re plan supplement (.4); conference with B. Nakhaimousa re same (.5); review, analyze plan supplement assumption, rejection schedules re same (1.2); conference with Company re same (.5).
05/16/25	Caroline Buthe	0.30	Research re disclosure statements.
05/16/25	Julia Fletcher	4.60	Review, revise confirmation talking points.
05/16/25	Nicole L. Greenblatt, P.C.	1.00	Correspond with M. Levine, K&E team re subpoena matters (.4); prepare for confirmation hearing (.6).
05/16/25	Keli Huang	1.50	Telephone conference with PH re emergence (.5); conference with C. Li, K&E team re same (1.0).
05/16/25	Derek I. Hunter	5.80	Conference with M. Levine, K&E team re contested confirmation hearing issues (1.0); review, analyze pleadings re same (1.4); telephone conference with M. Levine, K&E team, PH team re emergence issues (1.0); review, analyze considerations re same (1.4); correspond with M. Levine, K&E team, Company re contested confirmation considerations and related issues (1.0).
05/16/25	Sarah Jones	1.10	Draft talking points re confirmation hearing.
05/16/25	Sarah Jones	4.20	Research intercompany claim and contract assumption re plan (3.1); draft summary re same (1.1).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/16/25	Maddison Levine	4.60	Correspond and conference with Duane Morris re plan issues, confirmation order (.4); review, analyze issues re same (.3); correspond with PH team re same (.2); review, analyze plan objections (.6); correspond with J. Raphael, K&E team re same (.3); review, revise confirmation hearing agenda (.7); correspond with S. Osborne, K&E team, YCST team re same (.3); review, revise plan supplement documents (.6); review, revise confirmation hearing presentation (.9); correspond with B. Nakhaimousa, K&E team re same (.3).
05/16/25	Melanie MacKay	0.30	Conference with B. Arnault, K&E team re strategy re TopCo claims.
05/16/25	Mark McKane, P.C.	1.70	Analyze confirmation discovery requests (.5); correspond with S. Henry re confirmation hearing preparation (.4); review, analyze plan objection (.3); correspond with S. Henry, K&E team re confirmation discovery requests (.5).
05/16/25	Brian Messing	5.80	Revise confirmation hearing presentation (2.7); correspond with S. Osborne, K&E team re same (.3); review, analyze case law re plan objections (1.4); telephone conference with J. Fletcher re same (.1); draft confirmation hearing talking points (.1); conference with D. Hunter, K&E team re confirmation witness and exhibit list (.5); review, analyze final DIP order re confirmation issues (.7).
05/16/25	Brian Nakhaimousa	7.50	Review, analyze confirmation issues (3.4); review, analyze pleadings re same (.6); conferences with M. Levine, K&E team re same (3.5).
05/16/25	Shawn OHargan, P.C.	0.90	Telephone conferences with PH re emergence structure, tax considerations.
05/16/25	Sarah Osborne	10.20	Review, revise confirmation order (1.4); correspond with lease, contract counterparties re same (.6); review, revise confirmation hearing agenda (1.2); review, revise plan supplement (1.2); review, revise confirmation hearing presentation (4.5); correspond with M. Levine, K&E team re same (.4); review, revise same (.9).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/16/25	Joshua Raphael	6.10	Review, analyze confirmation order (1.5); review, revise confirmation hearing presentation (1.5); review, analyze issues re same (1.3); correspond with S. Osborne, K&E team re plan, confirmation order (1.8).
05/16/25	Gary M. Vogt	2.00	Review, analyze local rules, judge's procedures re confirmation matters (.8); telephone conferences and correspond with J. King re preparation of exhibit materials for confirmation hearing (1.2).
05/16/25	Mary Catherine Young	4.00	Review, analyze plan supplement assumption, rejection schedules (2.0); correspond with Alix team, B. Nakhaimousa, K&E team re same (1.5); review, revise confirmation hearing agenda (.5).
05/17/25	Julia Fletcher	4.40	Review, analyze DIP credit agreement re confirmation issues (3.4); correspond with B. Messing, K&E team re same (.8); correspond with C. Leodis, K&E team re same (.2).
05/17/25	Keli Huang	1.00	Correspond with N. Warther re emergence.
05/17/25	Derek I. Hunter	6.90	Analyze plan considerations and related issues (1.2); conference and correspond with M. McKane, K&E team re confirmation discovery (1.0); review, analyze documents re confirmation hearing preparation (2.7); correspond with M. Levine, K&E team re confirmation work in process (2.0).
05/17/25	Sarah Jones	3.10	Research re claim treatment under plan (2.5); draft summary re same (.6).
05/17/25	Maddison Levine	10.70	Review, revise confirmation hearing presentation (.8); correspond and conference with S. Osborne, K&E team re same (.3); review, revise confirmation order (2.1); correspond with J. Raphael, K&E team re same (.2); conferences with Duane Morris team re open confirmation issues (.3); review, revise confirmation hearing talking points (.5); review, analyze issues re same (.3); review, revise confirmation declaration (.3); conference with B. Arnault, Petrillo team re same (.3); review, analyze confirmation order re confirmation hearing (3.2); review, analyze plan re same (1.8); review, revise plan supplement documents (.4); correspond with S. Osborne, K&E team re same (.2).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/17/25	Mark McKane, P.C.	1.20	Analyze confirmation discovery requests (.5); review, revise confirmation declaration (.3); telephone conference with B. Arnault and Akin team re confirmation discovery requests (.4).
05/17/25	Brian Messing	9.80	Revise confirmation hearing presentation (2.8); correspond with S. Osborne re same (.1); revise confirmation hearing talking points (2.9); review, analyze confirmation issues re DIP order, DIP credit agreement (.5); correspond with J. Fletcher, K&E team re same (1.2); draft, revise summary re same (.6); review, analyze research re confirmation standards (1.4); telephone conferences with D. Hunter re confirmation issues (.3).
05/17/25	Brian Nakhaimousa	2.60	Correspond with counsel to BMH re plan objection (.3); correspond with S. Osborne, K&E team re same, confirmation order (.5); correspond with J. Fletcher, K&E team re confirmation issues (.4); review, analyze research re same (.5); correspond with counsel to Pentex re confirmation order, plan objection (.2); review, analyze board resolutions re emergence (.5); correspond with B. Arnault, K&E team re same (.2).
05/17/25	Sarah Osborne	6.80	Review, revise confirmation hearing presentation (3.9); correspond with M. Levine, K&E team re same (.7); draft plan supplement new board exhibit (1.9); review, revise same (.3).
05/17/25	Joshua Raphael	0.90	Review, analyze confirmation hearing presentation (.3); conference with S. Osborne re plan objection (.3); review, analyze confirmation order re outstanding issues (.3).
05/17/25	Mary Catherine Young	0.40	Review, revise, analyze plan supplement assumption, rejection schedules (.2); correspond with Alix team re same (.2).
05/18/25	Caroline Buthe	3.10	Research re confirmation hearing presentation (2.9); correspond with S. Osborne, K&E team re same (.1); correspond with YCST team re same (.1).
05/18/25	Aislinn Comiskey	2.10	Correspond with M. Young, J. Fletcher, K&E team re rejection and assumption schedules, plan supplement (.4); review, analyze re same (1.7).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/18/25	Julia Fletcher	1.70	Review, analyze plan supplement rejection schedules.
05/18/25	Nicole L. Greenblatt, P.C.	1.00	Review and analyze confirmation pleadings.
05/18/25	Derek I. Hunter	9.50	Conference with M. Levine, K&E team, Petrillo team re confirmation hearing preparations (1.0); conferences and correspond with M. Levine, K&E team, Company advisors re confirmation work in process, related contingency planning issues (2.0); review, analyze, and revise confirmation pleadings (3.0); analyze issues re revised plan (2.0); conference and correspond with M. McKane, K&E team re confirmation discovery issues (1.5).
05/18/25	Sarah Jones	4.00	Research claim re treatment under plan (3.5); draft summary re same (.5).
05/18/25	Maddison Levine	8.80	Review, revise confirmation hearing talking points (.8); correspond with B. Messing, K&E team re same (.2); review, revise confirmation order (1.6); correspond with J. Raphael, K&E team, PH, W&C teams re same (.5); review, revise Plan supplement notice, related documents (1.3); coordinate filing of same (.5); telephone conference with Duane Morris re confirmation order (.6); review, analyze issues re same (.4); telephone conference with B. Arnault, K&E team re confirmation declaration, witness preparation re confirmation hearing (.5); review, analyze issues re same (.3); prepare for confirmation hearing (2.1).
05/18/25	Drew Maliniak	4.10	Review term sheet and limited liability company agreement for filing with plan supplement (3.0); correspond with S. Osborne and J. Lau re same (1.1).
05/18/25	Mark McKane, P.C.	0.70	Correspond with B. Arnault re confirmation hearing (.4); correspond with S. Osborne re litigation trust agreement (.3).
05/18/25	Brian Messing	5.40	Draft, revise presentation re confirmation hearing (.9); draft, revise talking points re same (2.9); review, analyze case law re insider plan voting (1.3); correspond with D. Hunter, K&E team re same (.3).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/18/25	Brian Nakhaimousa	5.20	Conference with independent director, Petrillo team, M. Levine, K&E team re preparation for confirmation hearing (.8); review, analyze, revise confirmation pleadings (3.9); correspond with M. Levine, K&E team re same (.5).
05/18/25	Sarah Osborne	14.40	Review, revise plan supplement notice (2.1); review, revise new board exhibit for Plan supplement (1.1); coordinate filing re same (1.1); correspond with M. Levine, K&E team re same (.8); compile same for filing (1.9); review, revise same (1.8); review, revise confirmation order (2.9); correspond with M. Levine, K&E team re same (.2); draft notice re same (.4); review, revise same (.3); review, analyze redline re same (.9); review, revise plan supplement exhibit documents (.6); review, revise confirmation hearing presentation (.3).
05/18/25	Joshua Raphael	1.60	Review, revise confirmation order (.3); correspond with S. Osborne re confirmation documents (.5); review, analyze confirmation order precedent transcripts (.4); correspond with S. Osborne re same (.4).
05/18/25	Luz Tur-Sinai Gozal	0.90	Review, analyze plan supplement schedules for personally identifiable information.
05/18/25	Mary Catherine Young	5.20	Review, analyze plan supplement assumption, rejection schedules (1.7); review, revise same (3.1); correspond with B. Nakhaimousa, D. Manetta, Alix team re same (.4).
05/19/25	Aislinn Comiskey	0.20	Review, analyze amended confirmation hearing agenda (.1); correspond with J. Fletcher re same (.1).
05/19/25	Julia Fletcher	0.30	Review, revise confirmation hearing agenda.
05/19/25	Nicole L. Greenblatt, P.C.	5.50	Review and analyze confirmation matters (1.5); conference with Kahn counsel re confirmation litigation and settlement matters (.5); prepare for confirmation hearing (1.0); review and comment on presentation re same (1.0); conference with settlement parties re confirmation presentation (.5); conference with M. Levine, K&E team re presentation for confirmation hearing (1.0).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/25	Derek I. Hunter	12.60	Conference with M. Levine, K&E team, CRO, Alix re confirmation hearing preparation (1.0); conference with M. Levine, K&E team, Kudman Law, Bodell Bove re same (1.0); conference with M. Levine, K&E team, Lazard, Ducera, Franchise, Alix, W&C teams re confirmation issues (1.0); conference with M. Levine, K&E team, PH, W&C, PSZJ teams re same (1.5); conference with B. Nakhaimousa, K&E team, FRG team re confirmation hearing issues (1.5); review, analyze, and revise pleadings re same (2.0); analyze plan considerations (2.0); conference and correspond with M. McKane, K&E team re confirmation discovery issues (2.6).
05/19/25	Sarah Jones	2.70	Research re claim treatment under plan (2.0); draft summary re same (.5); conference with J. Black re same (.2).
05/19/25	Sarah Jones	1.30	Review, analyze plan, confirmation materials re confirmation hearing preparation.
05/19/25	Maddison Levine	12.80	Review, revise plan supplement documents (.9); coordinate filing of same (.6); review, analyze confirmation order (1.6); correspond and telephone conferences with Chubb re same (2.1); review, analyze issues, precedent re same (1.5); review, analyze confirmation order re confirmation hearing (3.9); review, revise witness and exhibit lists, agenda re same (.6); correspond with B. Arnault, K&E team, YCST team re same (.4); telephone conference with S. OHargan, K&E team re securitization, Buddy's spinoff (.5); review, analyze issues re same (.3); review, analyze plan re confirmation issues (.4).
05/19/25	Cara Li	4.20	Review, analyze issues re emergence (2.0); review, revise documents re same (2.2).
05/19/25	Dominick Vito Manetta	0.80	Correspond with B. Nakhaimousa, K&E team re confirmation hearing strategy.
05/19/25	Mark McKane, P.C.	0.50	Analyze issues re TopCo plan confirmation.
05/19/25	Brian Messing	0.70	Revise confirmation hearing presentation (.3); revise confirmation hearing talking points (.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/25	Brian Messing	6.20	Revise talking points re confirmation hearing (2.7); revise presentation re same (2.2); conferences with D. Hunter, K&E team re confirmation hearing preparation (1.3).
05/19/25	Brian Nakhaimousa	14.30	Review, analyze confirmation pleadings (3.8); review, analyze plan objections (3.5); correspond and conferences with M. Levine, K&E team re same (3.4); conference with Kroll re plan voting issues (.5); review, analyze issues re confirmation (3.1).
05/19/25	Sarah Osborne	12.00	Review, revise confirmation order (3.9); analyze issues re same (1.7); correspond with M. Levine, K&E team, contract, lease counterparties re confirmation order language (.7); review, revise confirmation hearing presentation (2.8); draft talking points for confirmation hearing (2.9).
05/19/25	Joshua Raphael	2.00	Review, analyze confirmation order (1.8); correspond with M. Levine, K&E team re same (.2).
05/19/25	Joshua Raphael	10.50	Conferences re confirmation hearing preparation with M. Levine, B. Nakhaimousa (2.5); correspond with M. Levine, K&E team re same (2.0); review, analyze plan objections (3.8); review, analyze issues re same (2.2).
05/19/25	Mary Catherine Young	2.20	Correspond with landlords' counsel, contract counterparties, B. Nakhaimousa, K&E team, YCST team re plan supplement assumption, rejection schedules.
05/20/25	Jacob E. Black	4.30	Analyze, evaluate confirmation issues (3.9); correspond with B. Messing, K&E team re same (.4).
05/20/25	Uzo Dike	4.50	Assist with final preparation for confirmation hearing (.5); coordinate logistics f re same (.3); attend virtual plan confirmation hearing before Judge Silverstein to assist attorneys (3.7).
05/20/25	Keli Huang	0.50	Conference with J. Mark, C. Li re emergence summary.
05/20/25	Derek I. Hunter	1.40	Conference and correspond with M. Levine, K&E team re confirmation brief and objections in prep for hearing (1.0); review, analyze materials confirmation brief, confirmation objections re same (.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/20/25	Sarah Jones	4.00	Correspond with M. Levine, K&E team re confirmation hearing preparation.
05/20/25	Maddison Levine	2.10	Correspond and conferences with Duane Morris re Chubb objection, confirmation order language (1.1); review, analyze issues re same (.5); review, analyze confirmation order, plan re same (.5).
05/20/25	Cara Li	8.00	Conferences with K. Huang, K&E team, advisors re emergence (1.5); review, revise emergence summary, related documents (3.1); review, analyze issues re emergence (3.4).
05/20/25	Julia Mark	1.00	Review, revise emergence documents.
05/20/25	Mark McKane, P.C.	0.50	Conference with B. Arnault prehearing re Kahn's attempted reservation of rights.
05/20/25	Mallory Elise McKenzie	0.20	Review, revise emergence summary.
05/20/25	Brian Messing	2.80	Review, analyze DIP order re confirmation issues (.9); conferences with M. Levine, K&E team re confirmation hearing prep (1.9).
05/20/25	Brian Nakhaimousa	6.20	Conferences with M. Levine, K&E team re confirmation hearing (1.9); review, analyze confirmation brief (2.6); analyze issues re confirmation objections (.8); correspond with M. Levine, K&E team re same (.9).
05/20/25	Shawn OHargan, P.C.	0.20	Review, analyze tax considerations re emergence.
05/20/25	Sarah Osborne	0.60	Review, revise emergence checklist.
05/20/25	Joshua Raphael	5.40	Conferences with M. Levine, K&E team re confirmation hearing preparation, outstanding objection (1.6); review, analyze same (2.4); conferences M. Levine, K&E team re Chubb objection (1.3); review, analyze emergence checklist (.1).
05/20/25	Josh Sussberg, P.C.	0.20	Correspond with D. Hunter, K&E team re confirmation and status of ruling.
05/20/25	Mary Catherine Young	0.60	Review, analyze emergence resolutions (.2); correspond with K. Huang, K&E team re same (.2); review, analyze confirmation issues (.2).
05/21/25	Nicole L. Greenblatt, P.C.	1.00	Review, analyze confirmation matters and next steps.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/21/25	Derek I. Hunter	3.40	Telephone conference with Paul Hastings, Alix, Lazard, Ducera, M. Levine, K&E team re emergence checklist (.5); attend conference with M. Levine, K&E team, DLA, Company re Buddy's discussion, next step and related issues (.5); conference with B. Nakhaimousa, K&E team, Paul Hastings, White & Case re confirmation issues discussion, update (.5); attend check-in conference with M. Levine, K&E teams, Latham re updates (.5); conference and correspond with N. Nakhaimousa, K&E team re draft plan discussion, update (.4); review, analyze and revise work product and analyses re same (1.0).
05/21/25	Maddison Levine	1.20	Analyze issues re emergence (.7); conference with B. Nakhaimousa, K&E team re same (.5).
05/21/25	Maddison Levine	5.10	Review, revise emergence checklist (.9); correspond with S. Osborne, K&E team re same (.2); correspond with G. Cheema, K&E team re corporate consents, go-forward facilities (.2); review, analyze plan, confirmation order re same (.1); correspond and conferences with Duane Morris, PH re Chubb objection, confirmation order language (.9); review, analyze issues, plan re same (.4); correspond with J. Dickson re ABL KYC (.3); compile, analyze materials re same (.6); telephone conference with S. OHargan, K&E team re securitization (.5); telephone conference with LW, J. Dickson, K&E team re take back debt, open items (.4); review, analyze issues re same (.3); correspond with B. Nakhaimousa re deal issues (.3).
05/21/25	Cara Li	8.20	Conferences with K. Huang, K&E team, advisors re emergence, related considerations (3.0); review, revise emergence summary (1.7); review, revise insurance plans re emergence (1.0); review, revise emergence documentation (1.7); review, analyze issues re emergence re same (.8).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/21/25	Dominick Vito Manetta	2.20	Review, analyze correspondence with B. Nakhaimousa, K&E team re confirmation hearing strategy (.9); research re confirmation of select debtors (1.3).
05/21/25	Julia Mark	1.60	Review, revise emergence documents.
05/21/25	Mark McKane, P.C.	0.40	Analyze, address Topco dismissal and settlement issues.
05/21/25	Brian Messing	0.40	Conferences with J. Raphael re confirmation order.
05/21/25	Annika Morin	0.30	Conference with M. O'Brien re emergence considerations.
05/21/25	Annika Morin	0.50	Conference with K. Huang, K&E team re emergence updates.
05/21/25	Brian Nakhaimousa	10.20	Conference with M. Levine, K&E team, Paul Hastings, counsel to Chubb re confirmation order (.5); conference with K. Huang, K&E team re RTM, structuring at emergence (.5); conference with Paul Hastings, M. Levine, K&E team re checklist (.5); conference with M. Levine, D. Hunter re work in process, next steps (.7); conference with Paul Hastings, M. Levine, K&E team re closing checklist (.7); review, revise emergence checklist (.2); review, analyze, attend to open issues related to confirmation, correspond and attend conferences re same (7.1).
05/21/25	Shawn OHargan, P.C.	0.50	Telephone conference with PH re emergence summary.
05/21/25	Sarah Osborne	1.70	Review, revise emergence checklist (.6); telephone conference with Chubb, M. Levine, K&E team, PH team re confirmation order (.5); telephone conference with M. Levine, K&E team, PH team re emergence items (.6).
05/21/25	Joshua Raphael	1.10	Conference with Chubb, M. Levine, K&E team (.5); conference with M. Levine, K&E team, PH, advisors re emergence checklist (.6).
05/21/25	Joshua Raphael	1.90	Conference with M. Levine re confirmation order with S. Osborne (.1); review, revise same (1.8).
05/21/25	Josh Sussberg, P.C.	0.10	Correspond with M. Levine re 1129(a)(10) confirmation issue.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/22/25	Erik Hepler	1.20	Review intercreditor for exit financing for Leodis.
05/22/25	Keli Huang	2.30	Review, revise emergence summary (.8); conference with PH re emergence (.5); conference with lender's counsel re agency agreement (.5); conference with Company, advisors re emergence (.5).
05/22/25	Sarah Jones	0.30	Conference with B. Nakhaimousa re contract treatment under the plan.
05/22/25	Sarah Jones	2.40	Draft summary re contract treatment under plan.
05/22/25	Maddison Levine	7.90	Review, revise emergence checklist (1.0); correspond with S. Osborne, K&E team re same (.4); correspond with B. Nakhaimousa, K&E team re sale issues (.9); review, analyze plan, confirmation order re same (.6); correspond and conferences with Company re emergence issues (.4); correspond with D. Hunter, K&E team re emergence workstreams (.3); compile, analyze materials re same (.8); telephone conference with PH re emergence, open items (.5); telephone conference with W&C, PH, PSZJ re litigation trust agreement (.5); analyze issues re same (.4); review, analyze issues re emergence (1.3); correspond with B. Nakhaimousa re deal issues (.8).
05/22/25	Cara Li	8.50	Conferences with K. Huang, K&E team, advisors re emergence, related considerations (2.0); review, revise emergence summary (4.0); review, revise emergence documentation (1.3); review, analyze issues re emergence re same (1.2).
05/22/25	Dominick Vito Manetta	3.50	Research re confirmation of select debtors.
05/22/25	Julia Mark	1.30	Review, revise documents re emergence (.7); prepare same for filing, distribution (.6).
05/22/25	Julia Mark	0.70	Review, analyze documents re emergence.
05/22/25	Janette A. McMahan	0.30	Correspond with T. Prommer and K&E team re proposed transaction structure and timing.
05/22/25	Brian Messing	0.50	Draft talking points re emergence (.3); conference with J. Raphael re confirmation order (.2).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/22/25	Brian Nakhaimousa	0.50	Conference with J. Black, S. Jones re A/R purchase agreement, RTM considerations re same.
05/22/25	Shawn OHargan, P.C.	0.50	Telephone conference with PH re franchisee considerations, emergence structure.
05/22/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team, PH team re emergence items.
05/22/25	Joshua Raphael	4.70	Conference with 1L advisors, M. Levine, K&E team, M. Levine, Company re status (.4); conference with M. Levine re Chubb (.1); review, revise confirmation order re TopCo (4.2).
05/22/25	Luz Tur-Sinai Gozal	3.10	Research re trademark license rejection (2.9); correspond with S. Bessey, B. Messing re same (.2).
05/23/25	Nicole L. Greenblatt, P.C.	1.20	Conference and correspond with D. Hunter, K&E team re open issues on confirmation and emergence matters (.8); review related update correspondence from D. Hunter (.4).
05/23/25	Derek I. Hunter	2.10	Telephone conference with M. Levine, K&E team, W&C, PH, PSZJ Law re litigation trust agreement discussion.
05/23/25	Maddison Levine	7.80	Analyze to emergence and related issues (6.8); conference with W&C, B. Nakhaimousa, J. Goldfine, PH re litigation trust agreement (.3); conference and correspond with N. Greenblatt, K&E team re emergence (.7).
05/23/25	Cara Li	3.00	Review, analyze issues, documents re emergence (2.3); correspond with K. Huang re same (.7).
05/23/25	Julia Mark	1.80	Review, revise documents for emergence.
05/23/25	Mark McKane, P.C.	0.40	Analyze outstanding issues re litigation trust agreement.
05/23/25	Brian Nakhaimousa	0.60	Conference with White and Case, M. Levine, J. Goldfine, PH re litigation trust agreement (.3); correspond with AlixPartners, Company re professional fee escrow account (.3).
05/23/25	Brian Nakhaimousa	0.10	Review, analyze contribution agreements and correspond with J. Raphael, K&E team re same.
05/23/25	Shawn OHargan, P.C.	0.30	Review, analyze issues re emergence.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/23/25	Sarah Osborne	0.70	Telephone conference with counterparty re confirmation order language (.3); review, analyze issues re same (.2); review, analyze take-back debt documents for plan supplement purposes (.2).
05/23/25	Joshua Raphael	3.40	Conference with Chubb, PH, M. Levine (.5); follow up re same (.1); review, revise revised confirmation order (1.2); conference with W&C, PH, M. Levine, K&E re litigation trust agreement (.3); review, revise contribution, distribution agreements (1.3).
05/23/25	Luz Tur-Sinai Gozal	3.10	Conference with B. Nakhaimousa, K&E team re license agreement (.4); telephone conference with S. Bessey re license agreement (.2); review, analyze license agreements (1.6); correspond with S. Bessey, B. Messing re same (.2); conference with B. Nakhaimousa, K&E team, Paul Hastings team re audited financials (.4); correspond with B. Messing, S. Bessey re next steps following call with Paul Hastings (.3).
05/24/25	Derek I. Hunter	0.60	Analyze objections and other related issues.
05/24/25	Brian Nakhaimousa	1.40	Correspond with LT. Luz Tur-Sinai Gozal re Buddy's matters (.2); correspond with Company, counsel to Buddy's franchisees, DLA re same (.4); correspond with N. Warther, K&E team re RTM (.1); correspond with AlixPartners re same (.1); correspond with Paul Hastings re final DIP draw (.1); correspond with Ducera, AlixPartners re same (.1); correspond with YCST re lease matter (.1); correspond with YCST re insurance matter (.1); correspond with AlixPartners re plan supplement (.2).
05/24/25	Luz Tur-Sinai Gozal	0.50	Review, revise franchise agreement research (.3); correspond with D. Hunter, K&E team re same (.2).
05/26/25	Mary Catherine Young	0.30	Review, analyze lease amendments, confirmation, plan supplement schedules.
05/27/25	Nicole L. Greenblatt, P.C.	0.50	Review updates re confirmation matters.
05/27/25	Keli Huang	2.00	Review, revise emergence summary (.5); conference with Company, C. Li, K&E team re emergence issues (.5); conference with PH re emergence issues (1.0).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/27/25	Derek I. Hunter	2.70	Conference with M. Levine, K&E team, Company, Ducera, Alix (1.0); attend 1L Debtor advisors check-in conference with M. Levine, K&E team, Ducera, Alix, Lazard, Paul Hastings (.5); conference with B. Nakhaimousa, K&E team, Company, Ducera, Burr Forman re Pentex discussion (.5); conference and correspond with M. Levine, K&E team re privileged analyses, work in progress (.7).
05/27/25	Maddison Levine	2.90	Review, revise emergence checklist (.4); correspond with S. Osborne re same (.2); correspond with D. Hunter, K&E team re exclusivity motion (.3); review, revise notice of confirmation bench ruling (.2); correspond with YCST re same (.1); correspond with Alix re plan supplement schedules (.3); review, analyze issues re same (.5); correspond with Alix, B. Nakhaimousa re funds flow matters (.3); review, revise Chubb confirmation order language (.4); correspond with Duane Morris, PH re same (.2).
05/27/25	Cara Li	9.00	Conference with K. Huang, K&E team, advisors re emergence issues (3.0); review, revise emergence summary (1.0); review, revise documents re emergence (2.0); review, analyze issues re same (3.0).
05/27/25	Julia Mark	3.80	Review and revise ancillary documents re emergence.
05/27/25	Brian Nakhaimousa	5.30	Correspond with S. Bessey, K&E team re professional fee escrow account (1.4); conference with M. Levine re bench ruling (.4); correspond with M. Levine, K&E team re emergence matters (.3); conference with D. Maliniak, K&E team re equity register (.5); conference with M. Levine, K&E team, Company advisors re status, next steps (1.0); conference with M. Levine, K&E team, Paul Hastings, Lazard re status, next steps (.7); conference with Company re Buddy's cure matters (1.0).
05/27/25	Shawn OHargan, P.C.	1.80	Telephone conference with K. Huang, K&E team re emergence (.5); telephone conference with Company re same (.6); telephone conference with PH team re same (.7).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/27/25	Sarah Osborne	0.60	Review, revise emergence summary (.2); draft notice of confirmation hearing (.4).
05/27/25	Joshua Raphael	3.30	Review, analyze plan, confirmation order re document preservation (.2); review, revise confirmation order (1.5); conference with PH, M. Levine, K&E team re emergence checklist (.5); further review, revise CO (1); review, analyze emergence documents (.1).
05/28/25	Erik Hepler	0.80	Review comments to intercreditor agreement for Leodis.
05/28/25	Keli Huang	0.30	Conference with M. Levine, K&E team re confirmation bench ruling.
05/28/25	Sarah Jones	1.00	Review, analyze disclosure statement re disclosure statement hearing preparation.
05/28/25	Maddison Levine	5.40	Review, revise confirmation order re bench ruling (1.9); correspond and conferences with D. Hunter, K&E team re same (.7); prepare for continued confirmation hearing (.8); correspond with K. Huang, K&E team re open emergence and liquidation matters (.8); telephone conference with CIBC, Company, B. Nakhaimousa re professional fee escrow account (.4); review, analyze issues, agreement re same (.8).
05/28/25	Cara Li	8.00	Conference with K. Huang, K&E team, advisors re emergence issues (2.0); review, revise emergence summary (3.0); review, revise documents re emergence (2.0); review, analyze issues re same (1.0).
05/28/25	Drew Maliniak	1.30	Correspond with M. Levine and K. Huang re emergence deliverables and timing (.3); review, analyze same (1.0).
05/28/25	Julia Mark	1.90	Revise ancillary documents re emergence.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

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05/28/25	Brian Nakhaimousa	5.80	Correspond with M. Levine, K&E team re emergence matters (.4); conference with Company, CIBC re professional fee escrow account (.7); review, revise escrow agreements and related KYC materials (.5); conference with M. Levine re same (.2); correspond with K. Huang, K&E team re LLCA (.1); conference with M. Levine re bench ruling (.3); attend same (.6); conference with Company re bench ruling (.1); correspond with Company, PH, DLA re Buddy's cure matters (.9); conference with DLA re Buddy's matters (1.3); conference with M. Young, K&E team, YCST re lease matters (.3); conference with M. Levine, K&E team, Company advisors, 1L advisors (.4).
05/28/25	Shawn OHargan, P.C.	1.80	Draft correspondence to K. Huang re emergence structure (.6); review, analyze exit structure, related considerations (.5); conference with K. Huang re post-emergence structure, funding (.2); review, analyze issues re emergence (.5).
05/28/25	Sarah Osborne	0.40	Review, revise confirmation order.
05/28/25	Joshua Raphael	1.30	Conference with M. Levine, K&E team re preparations for confirmation hearing (.8); review, analyze plan (.1); review, analyze contribution agreement (.4).
05/29/25	Nicole L. Greenblatt, P.C.	0.50	Review and analyze update correspondence on confirmation order and related emergence matters.
05/29/25	Keli Huang	0.50	Conference with PH re emergence issues.
05/29/25	Derek I. Hunter	2.10	Conference with B. Nakhaimousa, K&E team, Company, Alera Group re winddown insurance discussion (.4); attend 1L Debtor advisors check-in conference with M. Levine, K&E team, Ducera, Alix, Lazard, Paul Hastings (.5); attend all advisors conference with M. Levine, K&E team, Lazard, Ducera, Willkie, Paul Hastings, Alix, YCST re status, updates (.5); conference with B. Nakhaimousa, K&E team, Company, Ducera, WBD re Buddy Mac Holdings issues (.4); conference with B. Nakhaimousa, K&E team, LW, PH, Alix, Company, JPM, M3 re KYC coordination update (.3).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/29/25	Maddison Levine	3.60	Review, revise confirmation order (1.2); correspond and conferences with D. Hunter, K&E team re same (.9); correspond with B. Nakhaimousa, K&E team, working group emergence coordination (.4); conference with Alix re same, open items (.4); correspond with Alix, YCST re plan supplement, assumption schedule (.3); review, revise escrow agreement (.4).
05/29/25	Cara Li	5.10	Conference with K. Huang, K&E team, advisors re emergence issues (.4); review, revise emergence summary (1.6); review, revise documents re emergence (1.7); review, analyze issues re same (1.4).
05/29/25	Julia Mark	1.70	Revise ancillary documents re emergence.
05/29/25	Brian Nakhaimousa	4.70	Correspond with M. Levine, K&E team, Company advisors re emergence matters (1.9); conference with Company re post-emergence matters (.4); correspond with Z. Ben-Shahar re TVS sale matter (.1); conference with YCST re cure matter (.2); conference with Company re Buddy's matters (.2); conference with BMH, counsel to BMH, Ducera, Company re Buddy's cure matter (1.5); conference with DLA re Buddy's matters (.2); conference with M. Levine, PH re emergence matters (.2).
05/29/25	Sarah Osborne	0.80	Draft second exclusivity motion.
05/29/25	Joshua Raphael	5.30	Conference with PH, Lazard, M. Levine, K&E team re status (.2); review, revise confirmation order (1.4); conferences with M. Levine, K&E team re emergence (.6); further review, revise confirmation order (3.1).
05/29/25	Michael Leonard Urschel, P.C.	0.40	Review, analyze emergence matters.
05/29/25	Mary Catherine Young	0.30	Review, analyze emergence resolutions (.1); correspond with S. Bessey re same (.2).
05/30/25	Susan D. Golden	1.40	Review, revise professional fee escrow agreements (1.0); review correspondence from CIBC re same (.1); correspond with B. Nakhaimousa, M. Levine, K&E team re same (.3).
05/30/25	Nicole L. Greenblatt, P.C.	0.50	Review and analyze final confirmation order.
05/30/25	Keli Huang	0.50	Conference with PH re emergence.

Legal Services for the Period Ending June 2, 2025
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Disclosure Statement/Plan/Confirmation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/25	Derek I. Hunter	1.90	Conference with M. Levine, K&E team, Franchise re emergence (.4); conference with M. Levine, K&E team, Paul Hastings, PSZJ, White Case re litigation trust funding, process and issues (.5); conference with B. Nakhaimousa, K&E team, Kudman Law, Bodell Bove, Company re confirmation order discussion, update (.5); review, analyze confirmation order (.5).
05/30/25	Maddison Levine	4.10	Review, revise confirmation order (.7); correspond and conferences with D. Hunter, K&E team re same (.5); review, analyze estoppel research (.4); correspond with D. Hunter, B. Messing re same (.3); review, revise exclusivity motion (.8); correspond with S. Osborne re same (.3); review, revise plan supplement summaries (.3); review, analyze contribution agreement (.2); correspond with B. Nakhaimousa re same (.2); conference with Alix re emergence matters (.4).
05/30/25	Cara Li	5.20	Conference with K. Huang, K&E team, advisors re emergence issues (.8); review, revise emergence summary (3.0); review, revise documents re emergence (.4); review, analyze issues re same (1.0).
05/30/25	Drew Maliniak	2.30	Participate on emergence checklist conference with M. Levine, K&E team (.7); correspond with J. Lau re allocation confirmation process and pro forma estimates for KYC purposes (1.1). review structure chart and contribution agreements (.5).
05/30/25	Drew Maliniak	1.50	Revise confirmation order for plan payment and distributions process.
05/30/25	Julia Mark	3.70	Revise ancillary documents re emergence.
05/30/25	Mark McKane, P.C.	0.40	Conference with D. Hunter re confirmation order and effectiveness issues.
05/30/25	Mallory Elise McKenzie	1.80	Research re state law employment requirements (1.0); correspond with K. Huang re employment-related issues (.8).
05/30/25	Brian Messing	2.40	Conference with D. Hunter, K&E team, Kudman re confirmation order, related considerations (.3); review, analyze precedent re equitable mootness, settlements (2.1).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/25	Brian Nakhaimousa	6.90	Conference with D. Hunter re TopCo cure objection (.2); conference with DLA, Company re Buddy's matters (.6); correspond with M. Levine, K&E team re Buddy's guarantor matters (.2); review, revise professional fee escrow agreement (.4); correspond with Citi, S. Bessey, K&E team re same (.3); conference with M. Levine, Company re AF matters (.4); conference with M. Levine, K&E team, PH re emergence matters (.5); conference with AlixPartners, M. Levine, K&E team re emergence matters (.5); conference with PH, W&C, M. Levine, K&E team re litigation trust (.2); conference with counsel re cure objection (.2); conference with M. Levine, K&E team re work in process, next steps (.3); conference with D. Hunter, Levine, counsel Kahn re confirmation O order (.5); correspond and conferences re emergence matters (2.6).
05/30/25	Sarah Osborne	4.40	Draft second exclusivity motion (3.6); review, revise same (.4); draft plan supplement summary (.4).
05/30/25	Joshua Raphael	3.00	Review, analyze, revise confirmation order (1.7); review, analyze emergence checklist (.1); conference with M. Levine, K&E team, PH re emergence (.7); conference with PH, W&C, M. Levine, K&E team re litigation trust agreement (.2); review, comment on RTM (.1); conference with Kudman, K&E team re confirmation order (.2).
05/30/25	Mary Catherine Young	0.20	Review confirmation, emergence issues.
05/31/25	Derek I. Hunter	0.80	Review, analyze confirmation order (.5); correspond with M. Levine, K&E team re priority workstreams (.3).
05/31/25	Maddison Levine	1.70	Review, revise confirmation order (.8); correspond with J. Raphael, working group re same (.3); review, revise exclusivity motion (.4); correspond with S. Osborne re same (.2).
05/31/25	Brian Nakhaimousa	0.60	Correspond with counsel to franchisees re Buddy's cure matters (.2); correspond with D. Hunter, K&E team re funds flow matters (.4).
05/31/25	Sarah Osborne	0.90	Review, revise exclusivity motion (.7); correspond with M. Levine, K&E team, lenders re same (.2).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/31/25	Joshua Raphael	0.20	Review, revise certificate of counsel re confirmation order.
06/01/25	Derek I. Hunter	2.70	Review, analyze and revise RTM, litigation trust agreements, related work product and analyses re same (.9); analyze deal considerations and related issues (.8); conference and correspond with B. Nakhaimousa, K&E team re privileged analyses, work in process (1.0).
06/01/25	Maddison Levine	0.90	Correspond with J. Mark, K&E team re emergence matters (.2); review, analyze materials re same (.2); review, revise confirmation order (.3); correspond with J. Raphael re same (.2).
06/01/25	Cara Li	3.30	Review, revise emergence summary (1.0); review, revise documents re emergence (2.0); review, analyze issues re same (.3).
06/01/25	Julia Mark	1.10	Review, revise documents re emergence considerations.
06/01/25	Joshua Raphael	0.60	Review, analyze, revise confirmation order.
06/02/25	Aislinn Comiskey	0.50	Research re plan supplement precedent (.4); correspond with S. Bessey re same (.1).
06/02/25	Derek I. Hunter	1.40	Conference with Company, M. Levine, K&E team, Lazard, Company, Ducera, Alix, Arena Cap, FMR, GSP, Guggenheim, HGVora Cap, HPS Partners, Oaktree Cap, Octagon Credit, Paul Hastings (.5); review, analyze litigation trust agreement (.4); conference and correspond with B. Nakhaimousa, K&E team re Buddy's audit matters (.5).
06/02/25	Maddison Levine	3.30	Review, revise confirmation order (.3); correspond with J. Raphael, K&E team, PH re same (.3); review, revise notice of filing same (.3); review, revise plan supplement notice (.3); correspond with S. Osborne re same (.1); review, analyze schedules re same (.4); correspond with Alix, YCST re same (.2); review, analyze funds flow (.3); correspond with Alix, B. Nakhaimousa, K&E team re same (.2); review, revise exclusivity motion (.3); correspond with S. Osborne same (.2); telephone conference with Company re emergence (.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122359
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/02/25	Cara Li	10.30	Conference with K. Huang, K&E team, advisors re emergence issues (1.5); review, revise emergence summary (3.9); review, revise documents re emergence (2.1); review, analyze issues re same (2.8).
06/02/25	Julia Mark	6.70	Prepare final documents for emergence.
06/02/25	Mark McKane, P.C.	1.00	Assess risk of potential motion to stay effectiveness of 9019 settlement or plan (.4); conference with B. Arnault re prepping respond to potential oral motion (.4); propose edit to second exclusivity motion (.2).
06/02/25	Mallory Elise McKenzie	0.30	Review, revise emergence checklist.
06/02/25	Brian Nakhaimousa	0.20	Review, revise KYC forms re professional fee escrow account.
06/02/25	Shawn OHargan, P.C.	0.50	Review, analyze issues re emergence (.2); telephone conference with K. Huang re same (.3).
06/02/25	Sarah Osborne	2.40	Draft third amended plan supplement notice (.6); review, revise same (.5); review, revise second exclusivity motion (1.1); coordinate filing re same (.1); correspond with M. Levine, K&E team re same (.1).
06/02/25	Joshua Raphael	1.00	Review, revise confirmation order (.1); conference with PH, Lazard, Ducera, Alix re deal status (.5); conference with M. Levine, K&E team, YCST, Ducera, Alix re confirmation (.4).
06/02/25	Maddison Malone Riddick	0.90	Review, revise emergence checklist (.3); conference with S. OHargan, K&E team re emergence (.4); prepare for same (.2).
06/02/25	Scott Rolnik, P.C.	2.00	Review, revise take back and ABL facility documents (1.6); correspond with M. Levine, K&E team re same (.4).
06/02/25	Mary Catherine Young	0.70	Review, analyze confirmation, plan supplement, emergence issues (.5); correspond with Alix team, B. Nakhaimousa, K&E team re same (.2).
Total		1,441.70	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122360
Client Matter: 58395-5

In the Matter of DIP Financing and Cash Collateral

For legal services rendered through June 2, 2025 (see attached Description of Legal Services for detail)	<u>\$ 451,554.00</u>
Total legal services rendered	\$ 451,554.00

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 DIP Financing and Cash Collateral

Invoice Number: 1050122360
 Matter Number: 58395-5

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Advani	6.50	1,095.00	7,117.50
Gursheen Cheema	72.40	1,065.00	77,106.00
James B. Dickson	42.50	1,815.00	77,137.50
Julia Fletcher	0.90	880.00	792.00
Grace Geraldo	1.30	495.00	643.50
Phil Vincent Giglio	2.40	2,045.00	4,908.00
Shana G. Hamilton	3.10	2,295.00	7,114.50
Erik Hepler	0.30	2,295.00	688.50
Jake Kim	44.70	1,065.00	47,605.50
Constantina Leodis	86.60	1,195.00	103,487.00
Maddison Levine	1.10	1,465.00	1,611.50
Brian Messing	5.10	1,065.00	5,431.50
Adam Mohamed	61.60	1,725.00	106,260.00
Brian Nakhaimousa	0.70	1,465.00	1,025.50
Srinithi Narayanan	1.90	1,065.00	2,023.50
Henry Rosas	4.80	685.00	3,288.00
Christina Welch	3.40	1,375.00	4,675.00
Quin Wetzel	0.60	1,065.00	639.00
TOTALS	339.90		\$ 451,554.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050122360
Matter Number: 58395-5

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	James B. Dickson	1.30	Review and revise exit financing documentation.
05/01/25	Adam Mohamed	1.00	Review, analyze DIP funding issues (.6); correspond and conference with J. Dickson, K&E team re same (.4).
05/02/25	James B. Dickson	0.30	Review and analyze issues re DIP funding, unsettled trade issues.
05/02/25	Constantina Leodis	0.40	Correspond with Ducera re open debt items (.2); correspond with J. Dickson re same (.2).
05/03/25	James B. Dickson	0.40	Review and analyze DIP funding issues, unsettled trade issues (.3); correspond with C. Leodis, K&E team re same (.1).
05/05/25	Adam Mohamed	0.40	Correspond with lender counsel re DIP financing, maturity issues re same.
05/07/25	James B. Dickson	0.40	Review and revise exit term loan materials.
05/07/25	Constantina Leodis	1.30	Correspond with A. Mohamad, K&E team re LC, debt issues (.7); correspond with B. Nakhaimousa, K&E team re notice of borrowing (.4); correspond with PH re same, lender registers (.2).
05/07/25	Maddison Levine	0.50	Correspond and conference with Company re DIP funding, related forms (.3); correspond with PH re same (.2).
05/07/25	Adam Mohamed	1.50	Review, revise take back agreement (1.1); review, analyze precedent re same (.4).
05/08/25	James B. Dickson	1.00	Review and revise exit credit agreement (.7); review, analyze issues re same (.3).
05/08/25	Constantina Leodis	1.30	Correspond with Company re exit credit agreement (.3); review, analyze issues re same (.5); correspond with A. Sexton, K&E team re same (.5).
05/08/25	Adam Mohamed	3.00	Review and revise take back credit agreement (2.1); review, analyze issues re same (.9).
05/10/25	James B. Dickson	5.00	Review and revise exit term loan materials (3.9); review, analyze precedent, issues re same (1.1).
05/10/25	Constantina Leodis	3.20	Review, revise take back credit agreement (2.1); review, analyze issues re same (1.1).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050122360
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/11/25	Constantina Leodis	1.60	Review, revise take back credit agreement (1.4); correspond with M. Levine, K&E team re same (.2).
05/12/25	James B. Dickson	4.90	Review and revise exit ABL credit agreement (3.6); correspond with C. Leodis, K&E team re same (.6); review, analyze issues, debt documents re same (.7).
05/12/25	Constantina Leodis	3.40	Review, revise exit ABL credit agreement (2.6); correspond with J. Dickson, K&E team re same, open items (.6); correspond with Company re same (.2).
05/12/25	Adam Mohamed	3.50	Review and revise take back credit agreement (3.1); correspond with C. Leodis, K&E team re same (.4).
05/12/25	Brian Nakhaimousa	0.20	Conference with M. Levine, LW re ABL matters.
05/13/25	Matt Advani	2.60	Review and revise exit ABL credit agreement (2.2); review, analyze issues re same (.4).
05/13/25	Gursheen Cheema	0.30	Correspond with A. Sexton, K&E team re ABL credit agreements.
05/13/25	James B. Dickson	1.30	Telephone conference with Company, M. Levine, K&E team, Company advisors re exit financing, emergence, open items (.8); prepare for same (.5)
05/13/25	Constantina Leodis	3.20	Telephone conference with Company, M. Levine, K&E team, Company advisors re exit financing, emergence, open items (.8); review, revise ABL exit credit agreement (1.2); review, revise emergence checklist re same (1.2).
05/13/25	Maddison Levine	0.60	Correspond and conference with Company re DIP borrowing notice, related funding mechanics (.2); review, analyze same (.2); correspond with PH, S&K re same (.2).
05/13/25	Adam Mohamed	3.50	Review and revise take back credit agreement (3.1); review, analyze issues re same (.4).
05/14/25	Matt Advani	1.80	Review and revise exit ABL credit agreement (1.0); review, analyze issues, precedent re same (.8).
05/14/25	Gursheen Cheema	4.40	Review and revise ABL credit agreement (2.1); draft issues list re same (1.4); review and revise ancillary documents (.9).

Legal Services for the Period Ending June 2, 2025
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DIP Financing and Cash Collateral

Invoice Number: 1050122360
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/14/25	James B. Dickson	3.00	Review and revise exit term loan credit agreement (2.2); review, analyze open items re same (.8).
05/14/25	Constantina Leodis	1.10	Review, revise exit ABL credit agreement (.6); review, analyze issues re same (.5).
05/15/25	Matt Advani	0.60	Review and revise exit ABL credit agreement.
05/15/25	Gursheen Cheema	9.00	Review and revise ABL credit agreement (3.9); draft issues list re same (2.4); review and revise ancillary documents re same (2.7).
05/15/25	James B. Dickson	2.00	Review and revise exit financing credit agreements (1.1); review, analyze issues, open items re same (.9).
05/15/25	Constantina Leodis	4.10	Draft exit facility credit agreement schedules (.8); draft perfection certificate (.8); correspond with J. Dickson, K&E team re open items (.4); review, revise collateral access agreements (.6); review, revise Opinion (.5); review, revise credit agreement (.4); correspond with Company re same (.3); correspond with YCST re same (.3).
05/15/25	Adam Mohamed	2.00	Draft ABL credit agreement.
05/16/25	Gursheen Cheema	3.10	Review, analyze ICA diligence questions (1.1); review, analyze charters and good standings (1.2); review, analyze loan party list (.8).
05/16/25	James B. Dickson	2.30	Review and revise exit financing credit agreements.
05/16/25	Julia Fletcher	0.60	Review, analyze DIP claims re TopCo guarantee.
05/16/25	Phil Vincent Giglio	1.30	Review, revise ICA opinion.
05/16/25	Constantina Leodis	2.80	Correspond with YCST re debt documents, open items (.5); correspond and conference with Company re same (.5); review, revise funds flow re debt matters (.3); review, revise credit agreement (.6); review, analyze issues re same (.3); review, analyze charters and good standings (.3); review, revise collateral agreements (.3).
05/16/25	Adam Mohamed	0.50	Review, revise exit credit agreements.
05/17/25	Constantina Leodis	0.80	Correspond with B. Nakhaimousa, K&E team re DIP matters re waterfall (.6) review, analyze issues re same (.2).

Legal Services for the Period Ending June 2, 2025
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DIP Financing and Cash Collateral

Invoice Number: 1050122360
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/17/25	Adam Mohamed	0.90	Correspond with C. Leodis, K&E team re priorities of DIP loans (.5); review, analyze issues re same (.4).
05/17/25	Brian Nakhaimousa	0.20	Correspond with Q. Wetzel re professional fee matters re DIP (.1); correspond with Company re same (.1).
05/17/25	Quin Wetzel	0.60	Review, analyze DIP carve out re transaction fees.
05/18/25	Gursheen Cheema	3.40	Review and revise credit agreement (1.8); review and coordinate KYC responses (1.1); draft financing requests correspondence for Company (.5).
05/18/25	Constantina Leodis	4.70	Review, revise ABL credit agreement (2.1); review, revise issues list re same (.8); correspond with M. Levine, K&E team re debt documents (.5); review, analyze tax issues re same (.2); telephone conference with B. Nakhaimousa re DIP issues, waterfall (.2); correspond and conference with PH re same (.6); telephone conference with 1L counsel (.3).
05/18/25	Adam Mohamed	5.90	Review, revise exit term loan agreement (1.9); review, revise exit ABL agreement (2.6); correspond with C. Leodis, K&E team, PH re DIP loans priorities (1.4).
05/19/25	Gursheen Cheema	6.30	Draft financing requests (3.1); review and revise ancillary debt documents (3.2).
05/19/25	James B. Dickson	2.30	Telephone conference with M. Levine, K&E team, Company advisors re exit liquidity questions, business securitization (.5); review and revise exit financing documentation (1.8).
05/19/25	Erik Hepler	0.10	Telephone conference with Hamilton re exit financing opinion.
05/19/25	Constantina Leodis	7.60	Review, revise ABL and take-back ancillaries (2.8); review, revise take-back credit agreement (2.1); correspond and conference with J. Dickson, K&E team re same (.8); conference with M. Levine, K&E team, Company advisors re exit liquidity questions, business securitization (.5); review, revise fee letters (.7); review, revise credit agreement summary (.4); correspond with YCST re same (.3);.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050122360
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/25	Brian Messing	5.10	Review, analyze DIP order re marshaling, related provisions (3.4); telephone conferences with J. Black re same (.9); correspond with D. Hunter, J. Black, J. Fletcher re same (.8).
05/19/25	Adam Mohamed	5.50	Review and revise ABL credit agreement (3.9); review, analyze issues re same (.8); correspond with C. Leodis, K&E team, Company advisors re same (.8).
05/20/25	Matt Advani	0.60	Review and revise ABL fee letters.
05/20/25	Gursheen Cheema	3.30	Draft financing requests correspondence for Company (1.8); review and revise ancillary debt documents (.7); review KYC requests (.8).
05/20/25	James B. Dickson	1.90	Review and revise exit financing credit agreements (1.6); review, analyze prepayment premium requirements (.3).
05/20/25	Phil Vincent Giglio	0.30	Review, analyze ICA opinion.
05/20/25	Shana G. Hamilton	1.80	Review and revise legal opinions.
05/20/25	Constantina Leodis	5.40	Draft ABL schedules (1.6); review, revise fee letters (.4); review, revise legal opinions (.6); correspond with J. Dickson, K&E team re same (.5); review, revise ABL credit agreement (.8); correspond with PHT re same (.3); review, analyze prepayment ABL issues (.4); review, revise credit agreement ancillaries (.8).
05/20/25	Adam Mohamed	2.30	Review and revise ABL credit agreement (1.9); review, analyze issues re same (.4).
05/21/25	Gursheen Cheema	2.70	Review and revise ABL credit agreement ancillary documents (2.3); review, analyze director and officer slate re same (.4).
05/21/25	James B. Dickson	2.30	Telephone conference with A. Mohamad, K&E team re exit financing (.5); review and revise exit financing documentation (1.3); telephone conference re term loan, ABL documents with C. Leodis, K&E team, and Company advisors telephone conference (.5).
05/21/25	Erik Hepler	0.20	Review, analyze authority issues re exit financing opinion.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050122360
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/21/25	Constantina Leodis	4.90	Revise legal opinions (.4); telephone conference with Company re open items (.4); telephone conference with opposing counsel on open items (.6); review and analyze schedules and ancillaries (1.8); review and analyze Perfection Certificate (.8); correspond with J. Dickson, K&E team re open items (.9).
05/21/25	Adam Mohamed	2.90	Review and revise exit term loan agreement (2.4); telephone conference with J. Dickson K&E team re exit financing (.5).
05/22/25	Gursheen Cheema	7.40	Review and revise ancillary debt documents (3.9); review and revise agreement schedules and perfection certificate re same (2.1); review, analyze KYC requests and responses (.9); draft and revise issues list re same (.5).
05/22/25	James B. Dickson	2.30	Review and analyze exit financing structure, business securitization (.5); review and revise financing documentation (1.8).
05/22/25	Jake Kim	2.30	Review and revise ABL credit agreement.
05/22/25	Constantina Leodis	3.80	Correspond with Company re borrowing base (.2); review, analyze same (.8); review, analyze ABL schedules (.9); correspond with YCST (.3); review, analyze take-back credit agreement (1.2); correspond with PH re same (.4).
05/22/25	Adam Mohamed	6.00	Review and revise exit ABL credit agreement (2.5); review and revise exit term loan (3.5).
05/22/25	Henry Rosas	2.50	Conferences with C. Leodis and G. Cheema re status of debt transaction (.4); review, revise term loan and ABL credit closing documents (.7); draft support certificate to Kirkland opinion (.4); review, revise credit agreement schedules (.5); compile exhibits re transaction documents (.5).
05/23/25	Gursheen Cheema	0.60	Review and revise ABL issues list (.3); review and revise ancillary documents re same (.3).
05/23/25	Gursheen Cheema	2.80	Review and revise ABL credit agreement issues list (2.1); review and revise ancillary documents re same (.5); review, analyze signature pages (.2).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050122360
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/23/25	James B. Dickson	1.80	Review and revise exit financing documentation (1.1); review, revise issues list re same (.7).
05/23/25	Phil Vincent Giglio	0.80	Review, analyze ICA opinion.
05/23/25	Jake Kim	3.10	Review and revise intercreditor agreement and support certificate (2.3); review, analyze issues re same (.8).
05/23/25	Constantina Leodis	4.20	Review, revise ABL credit agreement (1.6); review, revise issues lists re same (.8); correspond with J. Dickson, K&E team re same (.8); compile signature pages re same (.4); review, revise intercreditor agreement (.3); review, analyze opinions and secretary certificates (.3).
05/23/25	Adam Mohamed	2.50	Draft issues list re term loan agreement.
05/23/25	Srinithi Narayanan	0.90	Review, analyze IP searches, credit agreement schedules, and perfection certificate.
05/23/25	Henry Rosas	2.30	Conferences with C. Leodis and G. Cheema re debt financing status of transaction (.4); review, revise credit closing documents (1.1); review, revise schedules re same (.5); compile signature pages re same (.3).
05/24/25	Constantina Leodis	1.10	Review, revise credit agreement (.4); correspond with M. Levine, K&E team re same (.2); review, revise guarantee agreement (.5).
05/25/25	James B. Dickson	2.80	Review and revise exit financing documentation (2.1); review, revise issue lists re same (.7).
05/25/25	Jake Kim	2.60	Review and revise guarantee agreement (1.9); review and revise issues list re same (.7).
05/25/25	Constantina Leodis	1.30	Correspond with PH re ABL credit agreement (.3); review, revise guarantee agreement (.2); review, analyze issues re same (.3); review, revise issues list re same (.5).
05/25/25	Adam Mohamed	2.00	Review and revise exit term loan ancillaries.
05/26/25	Gursheen Cheema	6.40	Review and revise ABL and exit credit agreements (3.8); draft and revise issues list re same (2.6).
05/26/25	James B. Dickson	1.30	Review and revise exit financing documentation.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050122360
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/26/25	Jake Kim	1.50	Review and revise ABL credit agreement issues list (.7); attend to correspondence; review, analyze KYC issues (.8).
05/26/25	Constantina Leodis	0.80	Review, revise issues list re credit agreements.
05/26/25	Adam Mohamed	7.60	Review and revise exit ABL credit agreement (3.9); review and revise exit term loan agreement (3.7).
05/27/25	Gursheen Cheema	2.40	Review and revise credit agreements (.7); review and revise issues list re same (.5); coordinate KYC delivery (.3); review and revise ancillary finance documents (.9).
05/27/25	James B. Dickson	0.90	Review and revise exit financing documentation.
05/27/25	Grace Geraldo	0.80	Review, revise debt signature packet.
05/27/25	Jake Kim	5.00	Review and revise ABL credit agreement (2.3); review, revise operating agreement (2.1); review, analyze issues re same (.6).
05/27/25	Constantina Leodis	5.30	Review, revise ABL credit agreement (1.1); review, revise ancillaries re same (1.3); review, revise ICA (.6); correspond with PH re same (.6); correspond with J. Dickson, K&E team re debt open items (.9); review, revise credit agreement exhibits (.8).
05/27/25	Adam Mohamed	0.90	Review, revise ancillary exit loan documents.
05/27/25	Christina Welch	2.50	Review, revise agency agreement (1.8); correspond with C. Leodis, K&E team re same (.7).
05/28/25	Gursheen Cheema	7.20	Review and revise ABL and term loan credit agreements (3.7); review and revise issues list re same (2.1); coordinate KYC delivery (.7); review and revise ancillary finance documents (.4); compile signature packets (.3).
05/28/25	James B. Dickson	2.40	Review and revise exit financing documentation (2.1); review, analyze issues re same (.3).
05/28/25	Grace Geraldo	0.50	Review, revise debt document signature packets.
05/28/25	Shana G. Hamilton	0.80	Review and revise legal opinion.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050122360
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/28/25	Jake Kim	8.60	Review and revise ABL credit agreement (3.2); review, analyze guarantor issues re same (1.1); correspond with C. Leodis, K&E team re same (.6); review and revise signature pages and opinions re same (1.8); review, revise ancillary documents re same (1.9).
05/28/25	Constantina Leodis	5.20	Review, revise ABL credit agreement schedules (.9); correspond with J. Kim, K&E team re same (.8); review, revise credit agreement ancillaries (.6); review, revise ABL credit agreement (2.1); review, analyze structure chart re same (.8).
05/28/25	Adam Mohamed	0.90	Review, revise ancillary exit loan documents.
05/29/25	Gursheen Cheema	2.40	Review and revise ABL and term loan credit agreements (.7); review and revise issues list re same (.4); coordinate KYC delivery (.2); review and revise ancillary finance documents (.7); compile signature packets (.4).
05/29/25	James B. Dickson	0.90	Review and revise exit financing documentation.
05/29/25	Julia Fletcher	0.30	Review, analyze DIP Budget and related considerations.
05/29/25	Jake Kim	5.90	Review, revise ancillary debt documents (2.1); review and revise legal opinion (.5); review and revise ancillary credit agreement documents (.4); review and revise exit ABL credit agreement (1.9); conference with C. Leodis, K&E team, PH re KYC (.5); review, analyze same (.5).
05/29/25	Constantina Leodis	4.70	Telephone conference with J. Kim, K&E team, PH re KYC (.8); review, analyze KYC items (.7); review, revise exit ABL credit agreement (1.2); review, analyze issues re same (.8); review, revise ancillaries re same (1.2).
05/29/25	Adam Mohamed	2.60	Review, revise ancillary exit loan documents (.5); review exit ABL agreement (2.1).
05/29/25	Srinithi Narayanan	1.00	Review and revise credit agreement schedules and perfection certificate.
05/29/25	Christina Welch	0.90	Review, revise ABL credit agreement and perfection certificate.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050122360
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/25	Gursheen Cheema	2.10	Review and revise ABL and term loan credit agreements (.6); review and revise issues list re same (.5); coordinate KYC delivery (.3); review and revise ancillary finance documents (.7).
05/30/25	James B. Dickson	0.80	Review and revise exit financing documentation.
05/30/25	Jake Kim	5.70	Review and revise ancillary debt documents (3.9); review, analyze KYC matters (1.8).
05/30/25	Constantina Leodis	4.80	Review, analyze KYC items (.6); review, revise ancillary debt documents (1.2); correspond with PH re same (.3); correspond with J. Dickson, K&E team re same (.5); correspond with Alix re ABL credit agreements (.3); telephone conference with Company re same (.2); review, analyze contribution agreements (.4); review, revise take back credit agreement (1.3).
05/30/25	Adam Mohamed	1.40	Review ancillary exit term loan agreement.
05/31/25	Matt Advani	0.90	Review and revise take back credit agreement.
05/31/25	Constantina Leodis	1.20	Review, revise credit agreement (.8); draft issues list re same (.4).
05/31/25	Adam Mohamed	1.80	Review and revise exit term loan agreement.
06/01/25	Gursheen Cheema	0.90	Review and revise ancillary debt documents (.4); coordinate KYC responses (.3); review, analyze list of loan parties (.2).
06/01/25	Jake Kim	2.20	Review and revise ancillary debt documents (1.8); correspond with J. Dickson, K&E team re same (.4).
06/01/25	Constantina Leodis	1.10	Review, revise ABL credit agreement (.6); correspond re same, open items with J. Dickson, K&E team (.3); review, analyze structure chart re same (.2).
06/02/25	Gursheen Cheema	7.70	Review and revise ancillary debt credit agreement documents (3.0); coordinate KYC responses (2.6); review, analyze list of loan parties (.9); review, analyze charters (.5); review, analyze issues re same (.7).
06/02/25	James B. Dickson	0.90	Review and revise exit financing documentation (.6); review, analyze issues re same (.3).
06/02/25	Shana G. Hamilton	0.50	Review, analyze comments re opinion.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050122360
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/02/25	Jake Kim	7.80	Review and revise ancillary credit agreement documents (3.9); review, revise open items summary re same (2.1) correspond with J. Dickson, K&E team re same (.7); review and revise signature packet re same (1.1).
06/02/25	Constantina Leodis	7.30	Correspond with YCST re debt financing open items (.4); correspond with J. Dickson, K&E team re same (.8); review, revise ABL credit agreement (.7); review, revise schedules re same (.7); correspond with PH re same(.8); review, analyze KYC items (.5); review, revise credit agreement ancillary documents (2.1); correspond with M. Levine, K&E team re same, open items (.4); review, revise emergence checklist re debt documents (.3); correspondence and conference with Company re debt open items (.6).
06/02/25	Adam Mohamed	3.00	Review and revise exit loan agreements (2.1); review, analyze issues list, open items re same (.9).
06/02/25	Brian Nakhaimousa	0.30	Conference with M. Levine, Paul Hastings re DIP milestones.
Total		339.90	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122361
Client Matter: 58395-6

In the Matter of Cash Management

For legal services rendered through June 2, 2025 (see attached Description of Legal Services for detail)	<u>\$ 2,954.50</u>
Total legal services rendered	\$ 2,954.50

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Cash Management

Invoice Number: 1050122361
 Matter Number: 58395-6

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ziv Ben-Shahar	1.00	1,195.00	1,195.00
Aislinn Comiskey	1.50	880.00	1,320.00
Maddison Levine	0.30	1,465.00	439.50
TOTALS	2.80		\$ 2,954.50

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Cash Management

Invoice Number: 1050122361
 Matter Number: 58395-6

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/25	Aislinn Comiskey	0.70	Draft fifth 345(b) extension order (.4); correspond with M. Levine, Z. Ben-Shariah, K&E team, YCST team re same (.3).
05/06/25	Aislinn Comiskey	0.80	Correspond with Z. Ben-Shariah, K&E team, Parachutist team, U.S. Trustee re 345(b) extension (.6); review, revise 345(b) order (.2).
05/29/25	Maddison Levine	0.30	Telephone conference with Company, B. Nakhaimousa re cash management matters.
06/02/25	Ziv Ben-Shahar	1.00	Correspond with YCST team, B. Nakhaimousa, K&E team re cash management (.6); review, analyze notice re same (.4).
Total		2.80	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122362
Client Matter: 58395-7

In the Matter of Automatic Stay Issues

For legal services rendered through June 2, 2025 (see attached Description of Legal Services for detail)	<u>\$ 19,904.00</u>
Total legal services rendered	\$ 19,904.00

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Automatic Stay Issues

Invoice Number: 1050122362
 Matter Number: 58395-7

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Sloane Bessey	0.60	1,065.00	639.00
Lamina Bowen	0.50	1,675.00	837.50
Caroline Buthe	2.60	880.00	2,288.00
Paige S. Comparato	0.10	1,525.00	152.50
Maddison Levine	5.50	1,465.00	8,057.50
William T. Pruitt	0.70	1,895.00	1,326.50
Quin Wetzel	6.20	1,065.00	6,603.00
TOTALS	16.20		\$ 19,904.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050122362
Matter Number: 58395-7

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Maddison Levine	1.10	Correspond with YCST re Lotus Leaf stay matter (.4); review, analyze pleadings, insurance re same (.3); correspond with PH, UCC re Grigsby stay resolution (.2); correspond with Q. Wetzel re same, next steps (.2).
05/01/25	Quin Wetzel	1.90	Telephone conference with YCST team re lift stay work streams (.5); correspond with M. Levine, YCST team re same (.3); correspond with PH team, Pachulski team re same (.4); review, revise stay notice (.3); review, analyze D&O insurance (.4).
05/02/25	Sloane Bessey	0.10	Correspond with M. Levine, K&E team, YCST team re automatic stay issues.
05/05/25	Lamina Bowen	0.50	Review, analyze stay issues, order granting leave to appear.
05/05/25	Maddison Levine	0.70	Telephone conference with YCST, Q. Wetzel re Lotus Leaf stay matter (.4); review, analyze issues re same (.3).
05/05/25	Quin Wetzel	0.60	Telephone conference with M. Levine, K&E team, YCST re lift stay issues (.4); review, analyze same (.2).
05/06/25	Sloane Bessey	0.10	Review, analyze correspondence with Q. Wetzel, K&E team re automatic stay issues.
05/06/25	Caroline Buthe	0.60	Coordinate with YCST team re stay issue (.1); review, revise stipulation re request to lift the stay (.4); correspond with Q. Wetzel re same (.1).
05/06/25	Maddison Levine	0.40	Review, analyze stay stipulation (.2); conference with plaintiff counsel re stay issue, confirmation order language (.2).
05/06/25	Quin Wetzel	0.40	Correspond with M. Levine, YCST team re lift stay issues.
05/07/25	Caroline Buthe	0.40	Review, revise stipulation to lift the stay (.3); correspond with YCST team re same (.1).
05/07/25	Maddison Levine	0.80	Telephone conference with YCST, GSM, Q. Wetzel re Lotus Leaf stay matter, next steps (.5); review, analyze issues re same (.3).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050122362
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/25	Maddison Levine	0.80	Telephone conference with Company, W. Pruitt, Q. Wetzel, GSM re Lotus Leaf stay issue, insurance matters (.5); prepare for same (.3).
05/09/25	Quin Wetzel	1.50	Telephone conference with M. Levine, W. Pruitt re automatic stay issues (.5); telephone conference with YCST team re same (.2); correspond with YCST team re same (.4); review, analyze issues re same (.4).
05/13/25	Sloane Bessey	0.10	Correspond with Q. Wetzel, K&E team re automatic stay issues.
05/13/25	Caroline Buthe	0.30	Correspond with YCST team re automatic stay issue (.1); review, revise stipulation to modify the automatic stay (.2).
05/14/25	Caroline Buthe	0.30	Review, revise stipulation to modify the automatic stay (.2); correspond with Q. Wetzel, M. Levine re same (.1).
05/14/25	Maddison Levine	0.50	Review, analyze stay implications re setoff issue (.3); correspond with Company, M. Young, K&E team re same (.2).
05/14/25	Quin Wetzel	0.40	Correspond with YCST team re automatic stay issues.
05/15/25	Caroline Buthe	0.40	Review, revise stipulation re modification of stay (.2); correspond with YCST team re same (.1); correspond with M. Levine, K&E team re same (.1).
05/15/25	Maddison Levine	0.40	Review, revise stay stipulation (.3); correspond with Q. Wetzel, K&E team re same (.1).
05/16/25	Caroline Buthe	0.40	Review, revise stipulation to lift the automatic stay (.3); correspond with Q. Wetzel, YCST team re same (.1).
05/16/25	Maddison Levine	0.80	Review, analyze stay issues re stay setoff request (.3); review, analyze research re same (.3); correspond and conference with Company re same, next steps (.2).
05/16/25	Quin Wetzel	1.40	Review, revise Moody lift stay stipulation (1.0); correspond with C. Buthe re same (.4).
05/22/25	Caroline Buthe	0.20	Correspond with insurer re automatic stay inquiry.
05/22/25	William T. Pruitt	0.70	Review and analyze Lotus Leaf demand letter and complaint (.4); review, analyze issues re same (.3).

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Automatic Stay Issues

Invoice Number: 1050122362
 Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/27/25	Sloane Bessey	0.30	Correspond with M. Levine, K&E team re D&O policies re automatic stay issue.
05/28/25	Paige S. Comparato	0.10	Review, analyze pleadings re Slim and Goldie LLC matter.
Total		16.20	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122363
Client Matter: 58395-8

In the Matter of Asset Sales/Section 363/Use, Sale, and

For legal services rendered through June 2, 2025 (see attached Description of Legal Services for detail)	<u>\$ 888,824.50</u>
Total legal services rendered	\$ 888,824.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ziv Ben-Shahar	78.30	1,195.00	93,568.50
Sloane Bessey	23.50	1,065.00	25,027.50
Jacob E. Black	1.40	1,375.00	1,925.00
Julia F. Burnson	0.80	685.00	548.00
Caroline Buthe	2.20	880.00	1,936.00
Aislinn Comiskey	11.30	880.00	9,944.00
Bernadette Coppola	1.90	1,725.00	3,277.50
Julia Fletcher	2.90	880.00	2,552.00
Rob Fowler, P.C.	0.40	2,295.00	918.00
Keli Huang	104.20	1,725.00	179,745.00
Derek I. Hunter	8.00	1,735.00	13,880.00
Maddison Levine	14.50	1,465.00	21,242.50
Cara Li	139.80	1,195.00	167,061.00
Dominick Vito Manetta	31.70	880.00	27,896.00
Julia Mark	71.80	880.00	63,184.00
Mallory Elise McKenzie	2.10	1,525.00	3,202.50
Brian Messing	6.70	1,065.00	7,135.50
Annika Morin	3.70	1,195.00	4,421.50
Brian Nakhaimousa	48.20	1,465.00	70,613.00
Srinithi Narayanan	6.70	1,065.00	7,135.50
Maureen D. O'Brien	14.50	2,295.00	33,277.50
Shawn OHargan, P.C.	33.90	2,295.00	77,800.50
Joshua Raphael	1.80	1,195.00	2,151.00
Cindy Reilly	2.00	685.00	1,370.00
Maddison Malone Riddick	15.50	1,525.00	23,637.50
Joanna Schlingbaum	0.60	1,725.00	1,035.00
Michael D. Thorpe	0.30	1,845.00	553.50
Luz Tur-Sinai Gozal	5.00	880.00	4,400.00
Christina Welch	19.90	1,375.00	27,362.50
Quin Wetzel	1.80	1,065.00	1,917.00
Mary Catherine Young	4.80	1,195.00	5,736.00
Susan Zablocki	6.20	705.00	4,371.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

TOTALS	666.40	\$ 888,824.50
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Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Ziv Ben-Shahar	8.90	Analyze scheduled leases re Debtor liabilities (1.4); correspond with S. Bessey, K&E team re same (.8); analyze issues re sale order objections, strategy (4.3); correspond with B. Nakhaimousa re cure issues (1.6); correspond with lease counterparties re objections, cures (.8).
05/01/25	Sloane Bessey	3.80	Revise sale order (1.2); revise sale declaration (1.4); correspond with B. Nakhaimousa, K&E team re sale order and sale declaration (.7); conference with B. Nakhaimousa, K&E team re sale objections (.5).
05/01/25	Sloane Bessey	0.90	Correspond with B. Nakhaimousa, K&E team re sale cure objections (.4); correspond with B. Nakhaimousa, K&E team, PH, Alix team re same (.5).
05/01/25	Julia F. Burnson	0.80	Research precedent re objection summary charts.
05/01/25	Aislinn Comiskey	3.90	Correspond with D. Hunter, S. Bessey re objection tracker (.1); correspond with M. Levine, S. Bessey re sale declarations (.2); conference with B. Nakhaimousa, K&E team re sale workstream (.5); revise sale declaration (1.1); revise sale order objection summary (1.3); correspond with D. Manetta re same (.3); correspond with Z. Ben-Shahar, K. Huang, K&E team re proposition 65 and bankruptcy sale (.2); conference with J. Raphael, Z. Ben-Shahar re same (.2).
05/01/25	Keli Huang	4.00	Conference with buyer's counsel re contract assumption (.5); conference with Company, advisors re sale issues (1.0); conference with B. Nakhaimousa re declarations ISO of sale (.5); review, revise same (.5); conference with Company re litigation considerations re sale (.5); correspond with B. Nakhaimousa re cure cost schedule and contract assumption (.5); correspond with Z. Ben-Shahar re same (.5).
05/01/25	Derek I. Hunter	2.80	Conference and correspond with M. Levine, K&E team re workstreams and other related issues (1.0); review to landlord sale objections (.8); review and analyze same (1.0).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Maddison Levine	3.60	Telephone conference with MWE, S. OHargan, K&E team re assumption and rejection issues (.5); review, analyze same (.4); telephone conferences with B. Nakhaimousa, K&E team re sale work in process, related pleadings (1.1); review, revise sale declarations (1.4); correspond with S. Bessey, K&E team re same (.2).
05/01/25	Cara Li	9.20	Review, analyze lease objection (.9); correspond with M. Young, K&E team re cure costs, new contracts (.6); review, analyze new contracts, leases re same (.9); draft, revise sale, emergence checklist (1.3); draft, summary re structuring chart (1.4); review, analyze contracts re required consents (1.2); telephone conferences with B. Nakhaimousa, K&E team re sale issues (2.9).
05/01/25	Dominick Vito Manetta	10.90	Draft sale hearing agenda re informal objection schedule (3.8); correspond with Z. Ben-Shahar re same (1.1); review, analyze correspondence with Z. Ben-Shahar, cure dispute counterparties re same (3.3); review, revise cure amount dispute, sale order objection summary (2.7).
05/01/25	Julia Mark	0.80	Revise sale documents.
05/01/25	Brian Messing	5.80	Conference with J. Raphael, Z. Ben-Shahar re proposition 65 notice (.1); review, analyze precedent re proposition 65 issue (3.2); telephone conferences with L. Tur-Sinai Gozal re same (.3); correspond with L. Tur-Sinai Gozal, K&E team re same (.4); telephone conference with J. Black re same (.3); conference with J. Raphael, K&E team re same (.3); review, analyze, revise summary re same (1.2).
05/01/25	Brian Nakhaimousa	6.90	Telephone conference with MWE re lease assumption, rejection (1.1); telephone conference with M. Young, K&E team re critical workstreams, sale issues (.9); telephone conference with M. Young, K&E team re sale declaration (.6); telephone conference with Company re sale matters (.4); review, analyze issues, critical workstreams re sale process (3.9).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Shawn OHargan, P.C.	4.30	Telephone conference with MWE re closing (.3); telephone conference with K. Huang, K&E team re same (.2); telephone conference with K. Huang re executive treatment (.5); telephone conference with 1L advisor team re confirmation, sale status (.3); review and edit declaration (.8); review assumed, rejected contracts materials (.2); telephone conference with FRG re Prop 65 settlement (.3); telephone conference with K&E team re sale, emergence (.5); telephone conference with Company team re sale, emergence (.5); telephone conference with K. Huang re same (.5); telephone conference with B. Nakhaimousa re court communications (.2).
05/01/25	Joshua Raphael	0.80	Review, analyze proposition 65 issue (.3); conference with B. Messing re same (.2); conference with Z. Ben Shahar, B. Messing re proposition 65, related considerations (.3).
05/01/25	Luz Tur-Sinai Gozal	4.50	Telephone conference with B. Messing re proposition 65 research (.3); research re proposition 65 claim (3.4); correspond with B. Messing re same (.2); conference with J. Raphael, K&E team re same (.3); correspond with B. Nakhaimousa, K&E team re same (.3).
05/01/25	Mary Catherine Young	1.90	Conference with MWE team re assumption, rejection deadlines (.5); conference with B. Nakhaimousa re sale objection (.3); conference with B. Nakhaimousa, K&E team re cure objections (.5); correspond with landlord's counsel re cure objections (.2); review correspondence re sale objections, sale issues (.1); correspond with landlord's counsel, Alix team, B. Nakhaimousa, K&E team re same (.3).
05/02/25	Ziv Ben-Shahar	12.40	Correspond with lease counterparties re objections, resolutions (5.2); analyze issues re sale objections (1.7); analyze issues re cures (1.4); correspond with B. Nakhaimousa, S. Bessey, K&E team re same (.7); conferences with AlixPartners re same (1.2); conference with B. Nakhaimousa, K&E team re sale order (.6); analyze issues re same (1.6).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/02/25	Sloane Bessey	3.80	Revise sale order (.4); prepare sale order for filing (.8); revise sale declaration (.8); prepare sale declaration for filing (.5); correspond with D. Hunter, K&E team re sale declaration, sale order (.8); correspond with MWE team, PH team, D. Hunter, K&E team re same (.5).
05/02/25	Sloane Bessey	1.40	Correspond with Z. Ben-Shahar, K&E team, Alix team, opposing counsel re sale cure objections (.4); conferences with Z. Ben-Shahar, K&E team re same (.5); conference with Z. Ben-Shahar, K&E team, Alix team re same (.5).
05/02/25	Aislinn Comiskey	3.70	Correspond with M. Levine, S. Bessey, K&E team, Alix team re sale declarations (.6); revise same (1.6); conference with B. Nakhaimousa, K&E team re sale process (.8); conference with B. Nakhaimousa, K&E team, Alix team re sale objections (.7).
05/02/25	Julia Fletcher	0.30	Review, revise correspondence re proposition 65 analysis (.2); conference with K. Huang, M. Levine, J. Raphael, K&E team re same (.1).
05/02/25	Rob Fowler, P.C.	0.40	Review, revise sale issues re retention award termination.
05/02/25	Keli Huang	4.40	Review and revise form of consent (.5); attend closing checklist telephone conference with buyer's counsel (.5); telephone conference with A. Kaminsky re closing payroll transfer (.5); correspond with Alix and B. Nakhaimousa re contracts assumption (1.0); telephone conference with S. OHargan re same (.5); review closing checklist (.5); telephone conference with J. Raphael re litigation matters (.5); correspond with T. McMillan re same (.4).
05/02/25	Derek I. Hunter	2.70	Correspond with B.Nakhaimousa, K&E team re solicitation exclusivity deadline, sale impact (.8); review issues re same (1.1); conference with K&E team re outstanding sale objections, cure disputes (.8).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/02/25	Maddison Levine	3.70	Telephone conference with MWE, S. OHargan, Company advisors re closing checklist (.5); review, analyze same (.3); telephone conferences with B. Nakhaimousa, K&E team re sale work in process, related filings (.9); review, revise sale motion, order (.8); telephone conference with Alix, B. Nakhaimousa, K&E team re same, cure issues (.4); review, revise cure summary re same (.2); review, analyze APA (.6).
05/02/25	Cara Li	8.00	Telephone conference with S. OHargan, K&E team re emergence (.8); draft, revise emergence checklist (.6); draft, revise closing checklist (.6); draft, revise post-emergence structuring chart (1.2); draft sale schedules re material contracts (3.9); telephone conference with AlixPartners re cure costs (.1); analyze, evaluate employment schedules, issues re same (.8).
05/02/25	Dominick Vito Manetta	0.40	Telephone conference with B. Nakhaimousa, K&E team re outstanding sale objections, cure disputes.
05/02/25	Dominick Vito Manetta	7.10	Draft, revise cure dispute, sale order objection summary exhibit to sale hearing agenda (3.9); review, analyze correspondence with K&E team, cure dispute counterparties re same (1.2); review, analyze issues re same (2.0).
05/02/25	Julia Mark	4.70	Revise ancillary documents.
05/02/25	Brian Messing	0.90	Correspond with J. Black, K&E team re proposition 65 VSI issue (.4); conference with M. Levine, K&E team re same (.1); review, analyze precedent re same (.4).
05/02/25	Brian Nakhaimousa	7.00	Analyze, evaluate issues re sale, process (2.9); telephone conference with M. Young, K&E team, advisors re sale closing check list (.5); analyze, evaluate sale cure issues (1.7); review, revise sale order (1.9).
05/02/25	Maureen D. O'Brien	0.50	Correspond with sale parties re TSA, payroll.
05/02/25	Shawn OHargan, P.C.	2.00	Telephone conference with Company re sale, emergence (.8); telephone conference with B. Nakhaimousa, K&E team re open sale items (.5); telephone conference with advisors re signing checklist (.5); follow up re Prop 65 matters (.2).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/02/25	Joshua Raphael	0.80	Review, analyze Prop 65 issue (.2); correspond with B. Messing, K&E team re same (.2); conference with MWE, K. Huang, K&E team re closing (.2). conference with K. Huang, K&E team re Prop 65 issue (.1); correspond with C. Li, K&E team re sale documents (.1).
05/02/25	Maddison Malone Riddick	1.50	Review and revise sale issues re employee schedules, letter (1.3); conferences with C. Li, K&E team re same (.2).
05/02/25	Luz Tur-Sinai Gozal	0.50	Correspond with M. Levine, K&E team re proposition 65 claim (.2); correspond with K. Huang, K&E team re same (.1); telephone conference with K. Huang, K&E team re same (.2).
05/03/25	Ziv Ben-Shahar	6.80	Correspond with lease counterparties re cure, sale objections (3.8); analyze issues re same (1.1); correspond with K. Huang, K&E team re assumption schedules (.2); correspond with Alix re cure dispute reconciliations (.8); review, analyze support provided for cure reconciliations (.9).
05/03/25	Keli Huang	1.00	Review, revise cure costs schedule (.5); review rejected contracts and employee schedules (.3); correspond with management re same (.2).
05/03/25	Derek I. Hunter	0.40	Review, analyze sale, confirmation objections and other related issues.
05/03/25	Cara Li	1.90	Correspond with Company re sale, material lease schedule issues (.5); correspond and conference with buyer re new contracts (1.4).
05/03/25	Brian Nakhaimousa	0.60	Correspond with K. Huang, K&E team re sale matters (.2); review, revise consent re sale (.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/04/25	Ziv Ben-Shahar	9.30	Correspond with lease counterparties re cure, sale objections (4.2); analyze issues re same (1.4); correspond with MWE, D. Hunter, K&E team re cure reconciliations (.3); correspond with Alix re cure dispute reconciliations (.8); review, analyze support provided for cure reconciliations (.7); correspond with B. Nakhaimousa, K&E team re cure resolutions (1.0); conference with B. Nakhaimousa, K&E team re cure negotiations, next steps (.6); review, analyze issues re lease terms, holdover rates (.3).
05/04/25	Sloane Bessey	0.50	Review, analyze schedule 1 of sale order re revised cure amounts (.2); correspond with B. Nakhaimousa, K&E team re amended schedule 1 (.3).
05/04/25	Sloane Bessey	0.50	Correspond with Z. Ben-Shahar, K&E team, Alix team re cure objections.
05/04/25	Keli Huang	0.80	Draft summary re APA.
05/04/25	Derek I. Hunter	0.70	Correspond with M. Levine, K&E team re solicitation exclusivity deadline (.2); review and analyze same (.3); correspond with B. Nakhaimousa K&E team re outstanding sale objections, cure disputes (.2).
05/04/25	Cara Li	2.00	Correspond with AlixPartners team re rejected contracts, leases (.5); review, analyze schedules re same (.5); correspond with buyer re cure costs, related issues re same (1.0).
05/04/25	Dominick Vito Manetta	2.60	Review, revise sale objection, cure dispute summary (1.3); telephone conference Z. Ben-Shahar, K&E team, Alix team, PH re cure disputes (.2); review, analyze lease, contract rejection schedule (1.1).
05/04/25	Julia Mark	1.20	Review updated cure costs schedules.
05/04/25	Brian Nakhaimousa	1.50	Correspond with Z. Ben-Shahar, K&E team re sale matters.
05/04/25	Mary Catherine Young	1.00	Review, analyze sale cure schedule (.4); correspond with B. Nakhaimousa, K&E team re same (.2); review correspondence re same (.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/25	Ziv Ben-Shahar	11.70	Conference with B. Nakhaimousa, M. Levine re sale order issues, strategy (1.0); conference with B. Nakhaimousa, M. Levine re cure reconciliation issues, next steps (3.8); correspond with lease counterparties re cure objections, resolutions (3.1); conferences with lease counterparties (1.4); correspond with Alix re cure reconciliations (1.1); conference with Alix, Company re cure objections, settlement offers (.5); revise talking points re sale order (.2); analyze issues re cure schedules (.6).
05/05/25	Sloane Bessey	1.70	Prepare revise sale order, sale order exhibit for filing (1.1); correspond with M. Levine, K&E team re same (.6).
05/05/25	Sloane Bessey	0.30	Correspond with Z. Ben-Shahar, K&E team. contract counterparty re cure objections.
05/05/25	Caroline Buthe	2.20	Revise schedules re sale (2.1); correspond with D. Manetta re same (.1).
05/05/25	Aislinn Comiskey	0.90	Correspond with B. Nakhaimousa, K&E team re sale, order (.4); research precedent re sale (.3); draft sale talking points (.2).
05/05/25	Julia Fletcher	2.60	Review, analyze sale order precedent (.6); review, analyze contract cures list (2.0).
05/05/25	Keli Huang	7.40	Telephone conference with Company and advisors (1.0); review and revise closing checklist and punch list (.4); telephone conference with VSI management re litigation matters (.5); correspond with B. Nakhaimousa re store closures and D. Rungta (1.0); review and revise filings (3.0); draft contribution, distribution agreements for emergence (1.0); correspond with K. Bodisch re additional contracts (.5).
05/05/25	Derek I. Hunter	1.00	Conference with M. Levine, K&E team, Company re litigation trust agreement (.5); review, analyze same (.5).
05/05/25	Maddison Levine	3.20	Review, revise sale declarations (.9); prepare for sale hearing (.7); correspond and conferences with B. Nakhaimousa, K&E team, MWE re same (.6); review, analyze amended schedule re PII (.8); correspond with J. Fletcher, K&E team re same (.2).

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/25	Cara Li	9.00	Telephone conference with advisors re sale lease, contract schedule (1.0); draft, revise lease, contract objection response (4.1); draft, revise employment schedules (1.0); analyze, evaluate assignment issues (2.0); further analyze, evaluate sale issues (.9).
05/05/25	Dominick Vito Manetta	6.60	Review, revise assumption, cure schedule (3.9); correspond with B. Nakhaimousa, Z. Ben-Shahar, K&E team re same (.6); review, revise sale objection, cure dispute summary (2.1).
05/05/25	Julia Mark	2.00	Review updated cure costs schedules.
05/05/25	Mallory Elise McKenzie	0.80	Review diligence documents related to labor and employment matters (.3); research legal requirements related to layoffs (.3); conduct WARN analysis (.2).
05/05/25	Brian Nakhaimousa	15.40	Review, analyze sale pleadings and related materials (12.1); analyze correspondence re same (3.3).
05/05/25	Srinithi Narayanan	1.50	Review IP agreements for assignment consent (1.1); correspond with KE team re IP agreements (.4).
05/05/25	Maureen D. O'Brien	1.00	Conference with Company re employee matters (.3); correspond with buyer re TSA (.7).
05/05/25	Shawn OHargan, P.C.	3.30	Review termination mechanics script (.3); telephone conference re Prop 65 settlement approach (.5); meeting with 1L team re sale hearing prep (.3); follow up re employee transition (.2); telephone conference with K. Huang re employee transition (.2); analyze contract rejection and lease letter of credit (.3); telephone conference with A. Kaminsky re employee transition (.5); attention to LC replacement (.2); telephone conference with K. Huang re closing timing (.8).
05/05/25	Joshua Raphael	0.20	Conference with K. Huang, B. Nakhaimousa, M. Levine re sale.
05/05/25	Joanna Schlingbaum	0.40	Revise chart of consents required under assigned contracts prepared by S. Narayanan.
05/05/25	Christina Welch	1.50	Review contracts re IP assignment.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/25	Mary Catherine Young	1.90	Correspond with B. Nakhaimousa, K&E team re cure objections (.2); review, analyze cure schedule (.5); review, analyze correspondence re same (.7); draft, revise AF Newco sale talking points (.5).
05/06/25	Ziv Ben-Shahar	7.90	Conference with B. Nakhaimousa, M. Levine re sale order issues, strategy (1.8); conference with B. Nakhaimousa, M. Levine re cure reconciliation issues, next steps (.9); correspond with lease counterparties re cure objections, resolutions (2.8); conferences with lease counterparties (.6); correspond with Alix re cure reconciliations (.8); conference with Alix re cure objections, settlement offers (.4); analyze issues re cure schedules (.6).
05/06/25	Sloane Bessey	1.90	Revise sale order re sale hearing comments (1.0); prepare revised sale order for filing (.9).
05/06/25	Aislinn Comiskey	2.30	Correspond with S. Bessey, K&E team re sale, indication of interest (.3); review, analyze sale order re wind down (1.8); correspond with D. Manetta re same (.2).
05/06/25	Keli Huang	6.40	Telephone conference with management and advisors (1.0); review and revise closing checklist and punch list (.5); finalize form of third party consent and list of third parties (.6); correspond with B. Nakhaimousa re store closures (.5); correspond with B. Nakhaimousa re Buddy's negotiation (.1); correspond with third-party counsel re rejection and assumption of contracts (.5); correspond with Buyer's counsel re offer of employment and closing date (.5); review and revise closing checklist and punch list (.5); draft contribution, distribution agreements for emergence (1.5); correspond with K. Bodisch re additional contracts (.2); review and revise TSA schedules (.5).
05/06/25	Maddison Levine	0.90	Review, revise revised sale order (.5); correspond with B. Nakhaimousa, Z. Shahar re same (.4).
05/06/25	Cara Li	7.90	Draft, revise emergence list (3.6); draft, revise punch list re sale, emergence (.9); draft, revise sale closing checklist (1.0); draft, revise TSA, related sale documents (2.4).
05/06/25	Dominick Vito Manetta	1.20	Review, analyze sale order.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

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05/06/25	Dominick Vito Manetta	1.20	Review, revise cure dispute, sale objection summary (.4); correspond with Z. Ben-Shahar, Alix team, contract counterparties re same (.2) review, analyze correspondence with B. Nakhaimousa, K&E team, cure dispute counter-parties re same (.6).
05/06/25	Julia Mark	2.70	Review updated cure cost schedules (1.8); revise disclosure annexes (.9).
05/06/25	Brian Nakhaimousa	10.70	Review, analyze sale pleadings and related materials (4.9); review, revise same (4.9); review, analyze correspondence re same (.9).
05/06/25	Srinithi Narayanan	1.50	Review IP agreements re consent (1.3); correspond with C. Li, K&E team re next steps (.2).
05/06/25	Maureen D. O'Brien	1.40	Revise TSA and schedules for payroll (1.0); correspond with C. Li, K&E team re same (.2); review emergence checklist (.2).
05/06/25	Shawn OHargan, P.C.	1.00	Telephone conference re TSA revisions and personal contract assignment (.3); attention to rejected store changes (.2); attention to emergence TopCo structure, CTB election (.2); attend status telephone conference with FRG team re VSI, emergence, Buddy's (.3).
05/06/25	Joanna Schlingbaum	0.20	Revise consent summary chart.
05/06/25	Christina Welch	0.80	Review, analyze contracts re IP licenses.
05/07/25	Sloane Bessey	0.60	Correspond with B. Nakhaimousa, K&E team, MWE team re sale order.
05/07/25	Sloane Bessey	1.80	Conference with Z. Ben-Shahar, K&E team re outstanding cure objections (.6); conference with Z. Ben-Shahar, K&E team, YCST team re same (.5); correspond with Z. Ben-Shahar re cure objection response (.2); correspond with Z. Ben-Shahar, K&E team, contract counterparties re same (.5).
05/07/25	Aislinn Comiskey	0.50	Research re liquidation motion (.4); correspond with B. Nakhaimousa, K&E team re same (.1).
05/07/25	Keli Huang	5.80	Telephone conference with AlixPartners re severance payments (.9); draft contribution agreements for emergence (4.5); review and revise closing checklist and punch list (.4).
05/07/25	Derek I. Hunter	0.40	Review sale objections and related issues.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/07/25	Maddison Levine	0.50	Correspond with Alix re sale closing matters (.3); review, analyze issues re same (.2).
05/07/25	Cara Li	9.90	Review, revise LTIP and Award agreements list (1.3); review, revise emergence checklist (2.1); draft, revise materials re RTM (3.3); revise closing checklist (2.0); revise form of consent (1.2).
05/07/25	Dominick Vito Manetta	0.40	Review, revise sale objection, cure dispute summary.
05/07/25	Julia Mark	2.60	Revise ancillary sale documents and structure chart.
05/07/25	Annika Morin	0.20	Review emergence checklist.
05/07/25	Brian Nakhaimousa	0.60	Conference with AlixPartners, Z. Ben-Shahar, K&E team re TVS closing matters (.3); correspond with K. Huang, K&E team re same (.3).
05/07/25	Maureen D. O'Brien	0.50	Review closing checklist.
05/07/25	Shawn OHargan, P.C.	1.10	Discuss employee compensation matters with K. Huang (.3); review closing punch list (.5); telephone conference with K. Huang re emergence (.3).
05/07/25	Maddison Malone Riddick	1.00	Review and analyze emergence checklist (.8); conference and correspondence re same (.2).
05/08/25	Sloane Bessey	0.20	Correspond with B. Nakhaimousa, K&E team re schedule 1 of sale order.
05/08/25	Sloane Bessey	1.50	Correspond with Z. Ben-Shahar, K&E team re sale cure objections (.7); correspond with Z. Ben-Shahar, K&E team, contract counterparties re same (.3); conference with Z. Ben-Shahar, K&E team re same (.5).
05/08/25	Keli Huang	6.80	Telephone conference with 1L/debtor advisors (.5); telephone conference with management and advisors (.9); draft contribution agreements for emergence (4.4); telephone conference with Ducera and AlixPartners re funds flow (.6); review and revise closing checklist and punch list (.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/08/25	Cara Li	12.50	Analyze, evaluate retention bonus agreement re termination (2.9); draft, revise emergence checklist (2.1); draft, revise restructuring memorandum documents (1.9); correspond with buyer, advisors re closing checklist (2.1); analyze, evaluate third party consent issues (1.9); review, analyze sale issues re employees (1.6).
05/08/25	Dominick Vito Manetta	0.90	Review, analyze K&E correspondence with cure dispute counterparties re adequate assures requests, cure disputes (.3); telephone conference with B. Nakhaimousa, K&E team re cure disputes (.3); review, revise cure dispute summary (.3).
05/08/25	Julia Mark	5.90	Revise sale checklist and structure chart (3.8); revise ancillary sale agreements (1.7); coordinate execution re same (.4).
05/08/25	Annika Morin	1.00	Review employee benefits matters in TSA and TSA schedules.
05/08/25	Brian Nakhaimousa	1.20	Conference with Z. Ben-Shahar, K&E team re TVS cure disputes, next steps (.5); conference with Z. Ben-Shahar, counsel to various landlords re same (.5); correspond with Z. Ben-Shahar, K&E team re sale matters (.2).
05/08/25	Srinithi Narayanan	1.00	Review IP licenses re consent (.8); revise same (.2).
05/08/25	Maureen D. O'Brien	1.50	Review, revise schedules re payroll matters (1.3); correspond with advisors re same (.2).
05/08/25	Shawn OHargan, P.C.	3.00	Review employee matters, emergence steps (.5); attention to tax structure (.4); status telephone conference with IL advisors (.5); telephone conference with K. Huang re emergence (.3); telephone conference with FRG team (.5); telephone conference re funds flow (.3); follow up with K. Huang (.5).
05/08/25	Maddison Malone Riddick	0.50	Review and revise retention bonus termination agreement.
05/08/25	Quin Wetzel	1.80	Telephone conference with Z. Ben-Shahar, cures counterparty re settlement (.3); correspond with cure counter party re same (.3); telephone conference with B. Nakhaimousa, K&E team re outstanding cure issues (.5); review, analyze issues re cures (.7).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/25	Sloane Bessey	0.90	Correspond with B. Nakhaimousa, K&E team re outstanding sale order issues.
05/09/25	Keli Huang	6.70	Telephone conference with R. Fowler re employee matters (.5); telephone conference with buyer's counsel re closing checklist (.5); telephone conference with Hilco and Ducera re store closures (.5); draft contribution agreements for emergence (2.6); correspond re contracts assumption and rejection (.6); review and revise closing checklist and punch list for emergence (.3); review and revise checklist and punch list for sale (.7); correspond with A. Kaminsky re TSA schedule (.5); correspond with M. Levine and AlixPartners re severance (.5).
05/09/25	Maddison Levine	0.40	Telephone conference with MWE, S. OHargan, K&E team, working group re closing checklist.
05/09/25	Cara Li	11.00	Review, analyze utilities contracts re sale schedules, closing (3.9); draft, revise restructuring memorandum ancillary documents (4.0); correspond with buyer, advisors re closing checklist; analyze, evaluate sale closing issues, related matters (3.1).
05/09/25	Dominick Vito Manetta	0.20	Review, revise cure dispute, sale objection summary (.1); correspond with lease counter parties re sale (.1).
05/09/25	Julia Mark	1.30	Coordinate execution of retention bonus terminations.
05/09/25	Annika Morin	1.40	Draft company plan transfer resolutions.
05/09/25	Brian Nakhaimousa	0.80	Conference with YC, K. Huang, K&E team re TVS vendor and sale matters (.5); correspond with K. Huang, K&E team re sale matters (.3).
05/09/25	Srinithi Narayanan	0.50	Correspond with K. Huang, K&E team re TSA schedules.
05/09/25	Maureen D. O'Brien	1.00	Review resolutions for plan transfer and 401(k) plan employer.
05/09/25	Shawn OHargan, P.C.	0.80	Telephone conference with Company, K. Huang, K&E team re contract assignment, closing (.5); analyze, evaluate lease rejection issues (.3).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/25	Maddison Malone Riddick	1.40	Review and analyze Company retention bonus agreements (.5); conference and correspondence re same (.1); conference with Company re employment arrangement changes, prepare re same (.8).
05/10/25	Keli Huang	0.80	Telephone conference with AlixPartners, R. Fowler and M. Levine re employment agreement and offer letter amendments (.5); telephone conference with B. Nakhaimousa re store closures (.3).
05/10/25	Cara Li	1.50	Review employee contracts re store closing, sale (1.3); further analyze, evaluate related issues (.2).
05/10/25	Maddison Malone Riddick	1.40	Attend conference with Company re amendments to employment arrangements (.5); correspond with B. Nakhaimousa, K&E team re same (.1); review and analyze existing employment arrangements (.8).
05/11/25	Julia Mark	0.20	Coordinate execution of closing documents.
05/12/25	Bernadette Coppola	0.50	Correspond with S. Narayanan re revisions to transition services agreement and related schedules.
05/12/25	Keli Huang	0.10	Review and revise resolutions re benefit plans.
05/12/25	Keli Huang	6.10	Telephone conference with AlixPartners re severance for employees (.5); telephone conference with 1L/debtor advisors (.5); telephone conference with D. Rungta and C. Grubbs re transaction bonus (.5); telephone conference with C. Li and J. Mark re closing checklist (.5); review WARN analysis (.5); coordinate with buyer's counsel re offer of employment (.5); coordinate with AlixPartners re utilities services (.5); review and revise TSA schedules (1.0); review and revise contribution agreements (1.6).
05/12/25	Cara Li	9.40	Draft, revise rejection and assumption schedules (3.0); draft, revise closing, emergence checklists (3.3); further draft, revise related documents re store closing (3.1).
05/12/25	Dominick Vito Manetta	0.20	Review, revise sale objection, cure dispute summary (.1); correspond with Z. Ben-Shahar, K&E team re same (.1).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/12/25	Julia Mark	2.40	Review upcoming assumption and rejection filings.
05/12/25	Annika Morin	0.50	Finalize benefit plan transfer resolutions.
05/12/25	Brian Nakhaimousa	1.40	Conference with AlixPartners, M. Levine re sale matters (.5); conference with PH, Lazard, Ducera, AlixPartners, D. Hunter, K&E team re status, next steps (.5); correspond with B. Messing, K&E team re confirmation objections, related research (.4).
05/12/25	Brian Nakhaimousa	0.70	Conference with K. Huang, K&E team re TVS post-closing matters (.3); correspond with K. Huang, K&E team re TVS sale matters (.4).
05/12/25	Srinithi Narayanan	2.20	Review and revise TSA schedules (1.4); discuss payment structure for credit card service with KE team (.6); review and revise TSA (.2).
05/12/25	Maureen D. O'Brien	0.50	Conference with 1L advisors re sale status, next steps.
05/12/25	Shawn OHargan, P.C.	2.30	Participate in status update with K&E M&A team (.3); review Prop 65 settlement (.3); telephone conference re VSI management bonus process (.5); telephone conference re closing punch-list with K. Huang, K&E team (.5); telephone conference re third party consents (.2); review Prop 65 settlement (.5).
05/12/25	Maddison Malone Riddick	3.30	Conference with Company re sale bonuses, prepare for same (.5); prepare for and attend telephone conference re employment arrangements (.5); prepare amendment to employee offer letter (1.0); review and analyze globalization partner's employee arrangements (.8); coordinate analysis re retention bonus termination agreements (.5).
05/12/25	Christina Welch	1.80	Review TSA and TSA schedules (1.6); review correspondence re same (.2).
05/13/25	Sloane Bessey	0.30	Correspond with MWE team, Z. Ben-Shahar, K&E team re sale order.
05/13/25	Bernadette Coppola	0.70	Correspond with K. Huang, K&E team re transition services agreement (.3); conferences with K. Huang, K. Welch re same (.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/13/25	Keli Huang	6.80	Telephone conference with buyer's counsel re closing checklist (.4); telephone conference with 1L advisors re same (1.0); telephone conference with C. Li, K&E team re rejection issues (.4); telephone conference with T. Orth re go-forward offers (.6); coordinate re go-forward (1.0); review and revise form of offer (.4); coordinate with J. Heffernan re WARN analysis (.4); coordinate with D. Rungta and buyer's counsel re rejection of stores (1.2); coordinate re letters of credit (.6); coordinate with buyer's counsel re buyer lender's diligence (.4); coordinate re go-forward employment agreements (.4).
05/13/25	Maddison Levine	0.80	Telephone conference with MWE, K. Huang, K&E team re sale closing (.5); review, analyze issues re same (.3).
05/13/25	Cara Li	11.10	Telephone conferences with K. Huang, K&E team re sale closing issues (2.5); draft, revise rejection and assumption schedules (2.1); draft, revise closing, emergence checklists (3.9); analyze, evaluate sale closing issues (2.6).
05/13/25	Julia Mark	3.70	Coordinate execution of documents (2.9); review contract filings (.8).
05/13/25	Mallory Elise McKenzie	0.40	Review and analyze employment actions for compliance with employment laws.
05/13/25	Maureen D. O'Brien	2.40	Review COBRA issues re sale (.4); review international global agreements (2.0).
05/13/25	Shawn OHargan, P.C.	3.50	Telephone conferences with K. Huang re sale, emergence issues (1.2); review sale, ABL issues (.3); telephone conference with FRG team re status (.5); telephone conference with MWE re closing items (.3); telephone conference with D. Maliniak re securitization option (.3); correspond with K. Huang re employee issues, LCs (.4); telephone conference with K. Huang (.5).
05/13/25	Maddison Malone Riddick	2.70	Review and analyze termination agreements re sale issues (.7); correspond with S. OHargan, K&E team re same (.5); review, analyze TSA (1.2); correspond with Company re same (.3).
05/13/25	Christina Welch	4.20	Review, revise TSA schedules.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/14/25	Sloane Bessey	0.30	Correspond with landlord re sale order and closing.
05/14/25	Bernadette Coppola	0.50	Correspond with C. Welch, K&E team re intellectual property assignment agreement (.3); correspond with C. Welch, K&E team re revisions re same (.2).
05/14/25	Keli Huang	6.30	Telephone conference with AlixPartners, Ducera re go sale, employment issues (.5); telephone conference with Company re post-sale winddown (1.0); telephone conference with B. Nakhaimousa, K&E team re employment agreements and status (.5); telephone conference with Company, B. Nakhaimousa, K&E team re contract assumption issues (.5); correspond with Company re closing statement (.8); review and revise assumption and rejection schedule (1.0); correspond with C. Li, K&E team re closing assumption and rejection schedules (.5); coordinate with buyer's counsel re purchase price adjustment (.5); review and revise TSA (1.0).
05/14/25	Cara Li	11.80	Telephone conferences with K. Huang, K&E team re sale closing issues (3.1); draft, revise rejection and assumption schedules (2.0); draft, revise closing, emergence checklists (3.9); analyze, evaluate sale closing issues (2.8).
05/14/25	Julia Mark	12.70	Finalize documents re closing (3.6); further revise same re same (3.6); review assumption and rejection schedules (3.9); further review, revise documents re closing (1.6).
05/14/25	Mallory Elise McKenzie	0.50	Review emergence checklist.
05/14/25	Annika Morin	0.20	Revise emergence checklist.
05/14/25	Maureen D. O'Brien	2.40	Conference with M. Levine, K&E team re new employment agreements (.4); review employment agreements re sale considerations (1.4); correspond with M. Riddick, K&E team re same (.1); review emergence checklist (.5).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/14/25	Shawn OHargan, P.C.	3.30	Review, analyze sale schedule, rejection list (.5); further review, analyze additional rejection materials, closing items (.3); confirm employee payment terms (.2); telephone conference with Company re sale exit (.8); telephone conference with K. Huang re same (.2); telephone conference with M. Riddick, K&E team re employment agreements (.5); telephone conference with Company re store rejection (.5); review VSI exit materials (.3).
05/14/25	Maddison Malone Riddick	2.90	Telephone conference with S. OHargan, K&E team re TSA (.8); review and revise same (.7); conference with Company re same (.8); correspond with Company re same (.1); review, revise emergence checklist (.5).
05/14/25	Christina Welch	8.30	Review trademark and domain name transfer agreements (3.4); telephone conferences with K. Huang and B. Coppola re same (3.0); review, revise TSA schedules (1.9).
05/14/25	Susan Zablocki	0.50	Review, analyze sale diligence materials (.3); review, analyze assignment agreement re sale issues (.2).
05/15/25	Sloane Bessey	0.60	Correspond with B. Nakhaimousa, K&E team re sale funds flow.
05/15/25	Bernadette Coppola	0.20	Correspond with C. Welch, K&E team re intellectual property disclosure schedule.
05/15/25	Keli Huang	6.30	Conference with Company re closing statement, related considerations (1.0); review, revise closing statement (1.0); conference with S. OHargan re same (.5); review, revise assumption, rejection schedule (1.0); correspond with J. Mark, C. Li re same, closing (.5); coordinate conference re utilities contract re sale (.3); review, revise summary re closing considerations (.5); correspond with M. Levine, B. Nakhaimousa re assumption, rejection schedule (1.0); review, analyze issues re purchase price adjustment (.5).
05/15/25	Maddison Levine	0.90	Correspond with S. Bessey, K&E team re sale funds flow (.2); review, analyze sale order re same (.2); correspond with Alix re cure issues re sale (.3); review, analyze same (.2).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/25	Cara Li	10.70	Conference with K. Huang, K&E team, MWE re sale status, related considerations (3.5); review, revise rejection, assumption schedules (2.5); review, revise sale closing summary (2.0); review, analyze issues re sale closing considerations (2.7).
05/15/25	Julia Mark	13.20	Review, revise sale documents re closing (3.9); prepare same for filing, execution (3.9); review, revise amended rejection, assumption schedules (3.9); review, analyze agreements re same (1.5).
05/15/25	Mallory Elise McKenzie	0.40	Conference with MWE, A. Morin, K&E team re employment considerations re sale.
05/15/25	Annika Morin	0.40	Conference with M. McKenzie, MWE, K&E team re employment agreements re sale.
05/15/25	Maureen D. O'Brien	1.40	Conference with A. Morin, K&E team, MWE re employment agreements re sale (.4); conference with A Morin, K&E team re benefit plans assumption re sale (.5); correspond with N. Warther, K&E team re employment agreements, related sale considerations (.5).
05/15/25	Shawn OHargan, P.C.	2.80	Review, analyze sale funds flow, net working capital targets (.5); telephone conference with PH re lease rejection re sale (.5); telephone conference with K. Huang re employment considerations re sale (.6); review, analyze bonus agreements re sale (.4); correspond with K. Huang re assumption, rejection considerations re sale (.3); conference with K. Huang, K&E team re closing statement (.5).
05/15/25	Maddison Malone Riddick	0.80	Correspond with S. OHargan, K&E team re bonus agreements re sale (.5); review, analyze same (.3).
05/15/25	Christina Welch	2.30	Review, analyze domain name transfers (1.0); review, analyze transition services agreement, related schedules (1.3).
05/16/25	Sloane Bessey	1.60	Draft notice re sale closing (1.1); correspond with B. Nakhaimousa, K&E team, YCST re same (.5).
05/16/25	Jacob E. Black	0.90	Review, analyze disposition of non-Debtor receivables (.2); correspond with S. Jones, K&E team re same (.5); research re same (.2).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/16/25	Keli Huang	5.70	Review, revise sale funds flow steps (.5); correspond with M. Young re lease notice letters (.5); review, revise assumption and rejection schedules (1.0); conference with C. Li, K&E team re sale closing (.5); correspond with Ducera re same (1.7); review, revise bonus award letters (1.0); conference with advisors re assumption, rejection schedules (.5).
05/16/25	Cara Li	10.20	Conferences with K. Huang, K&E team, MWE, advisors re sale updates, related considerations (2.2); review, revise rejection, assumption schedules (2.0); review, revise closing summary, emergence summary (2.0); review, analyze issues re sale closing (4.0).
05/16/25	Julia Mark	8.30	Review, revise assumption schedule (3.3); review, revise rejection schedule (3.0); prepare closing documents for filing (2.0).
05/16/25	Maureen D. O'Brien	1.00	Conference with C. Li, K&E team re transition services agreement (.6); correspond with S. OHargan, K&E team re employment considerations re sale (.4).
05/16/25	Shawn OHargan, P.C.	1.40	Review, analyze closing statement, related correspondence (.4); draft correspondence to M. Riddick re same (.1); conference with K. Huang, K&E team re transition services agreement (.4); telephone conference with K. Huang re sale closing (.5).
05/16/25	Christina Welch	1.00	Review, analyze trademark agreement.
05/17/25	Jacob E. Black	0.50	Review, analyze non-Debtor receivables considerations (.2); correspond with S. Jones re same (.3).
05/17/25	Keli Huang	4.30	Correspond with Company re closing statement (1.0); review, revise assumption, rejection schedules (1.0); conference with J. Mark, C. Li re same, sale closing (1.0); review, revise offer letters, employment agreements re sale considerations (.8); review, revise closing summary (.5).
05/17/25	Cara Li	3.70	Review, analyze issues re sale closing (1.5); review, revise assumption, rejection schedules (2.2).
05/17/25	Julia Mark	3.20	Compile, manage sale documents re closing.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/17/25	Shawn OHargan, P.C.	1.30	Review, analyze employment agreements (.3); review, analyze issues re separation matters (.5); review, analyze document re closing (.5).
05/18/25	Keli Huang	5.30	Review, analyze sale funds flow re closing (.5); review, revise employment agreements, offer letters (1.0); correspond with MWE re closing (.5); conferences with Ducera re closing, statement (1.8); review, revise bonus award letters (1.2); telephone conference with Ducera re same (.3).
05/18/25	Cara Li	4.20	Review, analyze issues re sale closing (2.5); review, revise assumption, rejection schedules (1.7).
05/18/25	Julia Mark	3.10	Review, analyze issues re sale closing (1.1); review, revise sale documents re closing (2.0).
05/18/25	Shawn OHargan, P.C.	1.00	Review, analyze issues re sale closing (.3); conference with K. Huang, K&E team re purchase price (.2); review, analyze documents re closing (.5).
05/19/25	Ziv Ben-Shahar	11.00	Review, analyze issues re sale closing (2.8); review, analyze issues re cures re sale (4.4); correspond with lease counterparties rejections, cure disputes re sale (2.6); conferences with lease counterparties re same (.6); correspond with Alix re cure issues (.6).
05/19/25	Sloane Bessey	0.50	Correspond with B. Nakhaimousa, K&E team re notice of sale closing (.3); revise same (.2).
05/19/25	Keli Huang	6.00	Coordinate, manage sale closing (2.5); draft closing statement (.5); review, analyze sale funds flow (1.0); correspond with Alix re same (.5); conference with B. Nakhaimousa re utility considerations re sale (.5); conference with C. Leodis re sale (.5); correspond with M. Riddick re employment agreements, offer letters, amendments to employment agreements re sale (.5).
05/19/25	Maddison Levine	0.50	Telephone conferences with B. Nakhaimousa, K&E team re sale closing (.2); correspond with B. Nakhaimousa, K&E team re same, cure issues (.3).
05/19/25	Cara Li	4.80	Prepare for closing (3.5); conferences with K. Huang, K&E team, advisors, MWE re sale closing (1.3).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/25	Julia Mark	3.80	Review and compile documents ahead of closing.
05/19/25	Shawn OHargan, P.C.	1.10	Conference with K. Huang, K&E team, Company, buyer, MWE re sale closing (.3); prepare for same (.8).
05/20/25	Ziv Ben-Shahar	4.40	Correspond with counterparties re sale closing, cure payments (2.3); review, analyze issues re sale order (.4); correspond with counterparties re cures, seller obligations (.5); correspond with Alix re cure payments (.4); review, analyze issues re cures (.8).
05/20/25	Keli Huang	1.00	Conference with S. Bessey re assumed contracts re sale (.3); review, analyze asset purchase agreement re same (.5); correspond with Company re cure costs (.2).
05/20/25	Cara Li	1.00	Review, revise disclosure schedules.
05/20/25	Shawn OHargan, P.C.	0.30	Review, analyze issues re cure costs, entity wind-down.
05/20/25	Michael D. Thorpe	0.30	Correspond with S. OHargan, K&E team re antitrust considerations re sale.
05/21/25	Ziv Ben-Shahar	1.40	Correspond with lease counterparties re lease amendments, cures (.6); correspond with M. Young, B. Nakhaimousa re same (.4); review, analyze issues re cures (.4).
05/21/25	Sloane Bessey	0.40	Correspond with B. Nakhaimousa, K&E team, PH, MWE re notice of sale closing.
05/21/25	Keli Huang	0.50	Telephone conference with D. Maliniak re sale structuring considerations.
05/21/25	Brian Nakhaimousa	0.50	Conference with K&L Gates, M. Levine, K&E team re sale, related assumption considerations.
05/21/25	Maureen D. O'Brien	0.50	Correspond with S. OHargan re employee benefits, transition services agreement.
05/21/25	Shawn OHargan, P.C.	0.20	Telephone conference with K. Huang re cure costs.
05/22/25	Ziv Ben-Shahar	3.30	Correspond with counterparties re cures, fees (.4); correspond with counterparties re cure disbursements (.6); correspond with Alix re same (.4); review, analyze issues re lease rejections (.9); correspond with B. Nakhaimousa, M. Young re same (.5); conference with cure counterparties re resolutions (.5).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/22/25	Keli Huang	1.50	Correspond with Company, B. Nakhaimousa re treatment of excluded assets (1.0); conference with S. OHargan, B. Nakhaimousa re same (.5).
05/22/25	Brian Nakhaimousa	0.80	Conference with S. OHargan, K&E team re net working capital adjustment (.4); correspond with K. Huang, K&E team re same (.1); review, analyze issues re same (.3).
05/22/25	Maureen D. O'Brien	0.40	Conference with C. Li, K&E team re emergence, related considerations.
05/22/25	Shawn OHargan, P.C.	1.20	Review, revise separation agreement (.2); telephone conference with K. Huang, K&E team re sale issues, employee considerations (.5); telephone conference with Company re same (.5).
05/23/25	Ziv Ben-Shahar	1.20	Conference with lease counterparty re rejection damages (.4); analyze issues re same (.8).
05/23/25	Susan Zablocki	5.70	Review, analyze documents re due diligence (1.8); draft, revise perfection certificates, credit agreement schedules (2.6); review, analyze intellectual property search results (1.3).
05/27/25	Keli Huang	0.50	Conference with J. Mark, C. Li re schedules.
05/27/25	Brian Nakhaimousa	0.10	Correspond with K. Huang, K&E team re sale matters.
05/28/25	Keli Huang	1.00	Review and revise purchase agreement.
05/28/25	Cindy Reilly	1.00	Draft, revise certificate of cancellation re acquisition (.7); research re date of formation re same (.1); draft, revise summary re same (.1); correspond with K. Huang re same (.1).
05/29/25	Cindy Reilly	1.00	Research re dissolution considerations (.7); correspond with K Huang, K&E team re same (.3).
05/30/25	Keli Huang	1.70	Review, revise purchase agreement (.5); correspond with B. Nakhaimousa re contracts assumption re sale (.2); review, revise formation documents (1.0).

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050122363
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/02/25	Keli Huang	7.00	Conference with S. OHargan, K&E team, advisors re emergence (1.0); conference with J. Mark, C. Li re emergence transaction documents, checklist (.5); review, revise restructuring transaction memorandum (.5); review, revise purchase agreement (1.0); review, revise closing checklist (.5); review, revise certificates of cancellations (1.0); correspond with Company re entity dissolution (.5); conference with C. Reilly re same (.5); correspond with B. Nakhaimousa re funding considerations (.5); review, analyze assumption schedule (1.0).
Total		666.40	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122364
Client Matter: 58395-9

In the Matter of Executory Contracts and Unexpired Leases

For legal services rendered through June 2, 2025 (see attached Description of Legal Services for detail)	<u>\$ 208,812.00</u>
Total legal services rendered	\$ 208,812.00

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050122364
 Matter Number: 58395-9

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	13.50	1,065.00	14,377.50
Ziv Ben-Shahar	53.10	1,195.00	63,454.50
Sloane Bessey	18.10	1,065.00	19,276.50
Caroline Buthe	6.20	880.00	5,456.00
Aislinn Comiskey	0.60	880.00	528.00
Paige S. Comparato	8.70	1,525.00	13,267.50
Julia Fletcher	3.90	880.00	3,432.00
Derek I. Hunter	0.90	1,735.00	1,561.50
Maddison Levine	7.60	1,465.00	11,134.00
Dominick Vito Manetta	7.30	880.00	6,424.00
Brian Messing	4.00	1,065.00	4,260.00
Brian Nakhaimousa	12.40	1,465.00	18,166.00
Shawn OHargan, P.C.	0.50	2,295.00	1,147.50
Tiffany Tulsiram	4.90	550.00	2,695.00
Quin Wetzel	10.00	1,065.00	10,650.00
Mary Catherine Young	27.60	1,195.00	32,982.00
TOTALS	179.30		\$ 208,812.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050122364
Matter Number: 58395-9

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Michael Beauchamp	0.80	Correspond with contract counterparties re cure reconciliations (.4); review, analyze related materials (.4).
05/01/25	Paige S. Comparato	2.40	Review, revise Slim and Goldie pleadings (2.1); review, analyze issues re same (.3).
05/01/25	Julia Fletcher	1.70	Research re proposition 65 liabilities, dischargeability (1.4); conference with J. Raphael, Z. Ben-Shahar, B. Messing re same (.3).
05/01/25	Maddison Levine	0.40	Telephone conference with M. Young, Wegman re PSP lease amendment (.3); review, analyze same (.1).
05/01/25	Brian Nakhaimousa	0.60	Telephone conference with M. Young re lease amendment.
05/01/25	Quin Wetzel	0.30	Correspond with cures counterparties re cure disputes.
05/01/25	Mary Catherine Young	1.90	Conference with landlord's counsel re PSP lease amendments (.4); correspond with Company re lease amendments (.3); correspond with Hilco re same (.3); review, revise lease amendment (.4); conference with Company re PSP franchisee issues (.5).
05/02/25	Michael Beauchamp	2.30	Correspond with Alix, Z. Ben-Shahar, K&E team, contract counterparties re cure reconciliations (.9); review, analyze related materials (1.4).
05/02/25	Paige S. Comparato	1.50	Review, revise Slim and Goldie pleadings.
05/02/25	Quin Wetzel	3.60	Correspond with cure counterparties re cures issues (1.6); correspond with Z. Ben-Shahar re same (.5); teleconference with B. Nakhaimousa, K&E team re cures issues (1.5).
05/02/25	Mary Catherine Young	0.70	Correspond with Company re lease amendments (.2); conference with Company re same (.3); correspond with landlord's counsel re same (.2).
05/03/25	Sloane Bessey	0.10	Review, analyze correspondence with Z. Ben-Shahar, K&E team, landlord counsel re cure objection.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050122364
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/25	Michael Beauchamp	0.90	Correspond with contract counterparties re cure reconciliations (.4); review, analyze related materials (.3); teleconference with Company advisors re same (.2).
05/05/25	Paige S. Comparato	0.90	Review, analyze strategy re Slim and Goldie matter (.6); correspond with YCST re same (.3).
05/05/25	Quin Wetzel	2.30	Correspond with cure counterparties re cure issues (1.1); correspond with Alix team re same (.9); correspond with Z. Ben-Shahar re same (.3).
05/05/25	Mary Catherine Young	0.70	Correspond with Hilco team re lease amendment (.1); conference with Hilco re same (.2); correspond with Company re same (.2); conference with M. Levine, K&E team, Alix, YCST teams re same, lease work in process (.2).
05/06/25	Michael Beauchamp	0.40	Correspond with contract counterparties re cure reconciliations.
05/06/25	Sloane Bessey	0.20	Correspond with B. Nakhaimousa, K&E team, contract counterparty re cure objection.
05/06/25	Paige S. Comparato	1.60	Review, analyze strategy, correspondence, and draft of motion to continue hearing re Goldie matter.
05/06/25	Quin Wetzel	0.60	Correspond with cure counterparties re cure issues.
05/06/25	Mary Catherine Young	1.40	Correspond with Company, landlords' counsel re lease amendments (.7); conference with Company re PSP franchisee issues (.5); correspond with B. Nakhaimousa, Alix team re lease guaranty (.2).
05/07/25	Michael Beauchamp	3.50	Telephone conferences with B. Nakhaimousa, K&E team, Company advisors re cure reconciliations (1.6); review, analyze cure reconciliation summaries, related correspondences (1.3); correspond with contract counterparties re same (.6).
05/07/25	Ziv Ben-Shahar	8.80	Correspond with lease counterparties re cure disputes, fees (5.4); conference with lease counterparties re objections, resolutions (1.0); analyze issues re same (1.9); correspond with Alix re cure reconciliations (.5).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050122364
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/07/25	Paige S. Comparato	0.40	Correspond with YCST re Slim and Goldie matter.
05/07/25	Brian Nakhaimousa	0.40	Conference with counsel to landlord, M. Young re lease matter.
05/07/25	Quin Wetzel	2.90	Telephone conference with B. Nakhaimousa, K&E team re open cure disputes (.6); correspond with cure counter parties re same (1); correspond with Alix team re same (.8); review, analyze issues re same (.5).
05/07/25	Mary Catherine Young	3.30	Conference with landlords' counsel re lease amendment (.5); review, revise lease amendment re same (.4); conference with Company re same (.3); correspond with Company re same (.2); conference with YCST team re lease amendment workstream (.2); correspond with YCST team, Hilco team, Company re same (.7); correspond with Company, B. Nakhaimousa, K&E team re lease rejection considerations (.5); review, analyze correspondence re lease assumption, rejection workstream (.5).
05/08/25	Michael Beauchamp	2.40	Correspond with contract counterparties, Z. Ben-Shahar, K&E team, Alix re cure reconciliations (.9); review, analyze related materials (1.2); telephone conference with Z. Ben-Shahar, K&E team re same (.3).
05/08/25	Ziv Ben-Shahar	5.10	Conference with lease counterparty re cure resolutions (.6); analyze issues, research precedent re same (1.8); correspond with MWE, K. Huang, K&E team re lease issues (.4); correspond with lease counterparties re outstanding cure disputes (2.1); correspond with Alix re same (.2).
05/08/25	Brian Nakhaimousa	2.50	Conference with Company re Buddy's cure issues, next steps (.6); correspond with Company re same (.2); review, analyze plan confirmation objections re Buddy's cures (1.7).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050122364
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/08/25	Mary Catherine Young	2.00	Correspond with Company re lease amendment (.2); correspond with Hilco team re same (.2); review, analyze correspondence re lease assumption, rejection considerations (.3); correspond with landlords re same (.5); correspond with landlords' counsel, Company re execution of lease amendments (.3); conference with Company re same, PSP franchisee issues (.5).
05/09/25	Michael Beauchamp	1.90	Correspond with Alix, Z. Ben-Shahar, K&E team, contract counterparties re cure reconciliations (.9); review, revise summary re same (.3); review, analyze related materials (.7).
05/09/25	Ziv Ben-Shahar	0.70	Conference with YCST re sale, lease assumption issues (.3); conference with K. Huang, K&E team, MWE re closing checklist, next steps (.4).
05/09/25	Ziv Ben-Shahar	4.80	Correspond with B. Nakhaimousa re outstanding objections, strategy, next steps (.6); analyze issues re same (.6); conference with lease counterparties re cure reconciliation issues (.9); draft correspondence to lease counterparties re cure objections, resolutions (1.8); correspond with Alix re cure reconciliations (.5); conference with Alix, Company re cure objections, settlement offers (.4).
05/09/25	Sloane Bessey	0.50	Correspond with B. Nakhaimousa, K&E team re outstanding contract cure issues.
05/09/25	Caroline Buthe	0.30	Correspond with counterparty re contract status inquiry (.1); correspond with Alix team re same (.1); research re same (.1).
05/09/25	Maddison Levine	0.80	Correspond and conference with Alix re contract assumption and rejection issues (.4); review, analyze same (.4).
05/09/25	Brian Nakhaimousa	1.70	Conference with Company re Buddy's cure objections, next steps (.9); correspond with same re same (.2); conference with counsel to A team re cure matters (.5); prepare for same (.1).
05/09/25	Mary Catherine Young	0.90	Correspond with Company, landlords' counsel re various lease amendments (.4); review, analyze revisions re same (.5).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050122364
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/10/25	Mary Catherine Young	0.20	Correspond with landlords' counsel re lease amendment.
05/11/25	Ziv Ben-Shahar	1.50	Correspond with B. Nakhaimousa, cure counterparties re fees, cure issues (.7); analyze issues re same (.8).
05/11/25	Paige S. Comparato	0.20	Correspond with YCST re Slim and Goldie case.
05/11/25	Mary Catherine Young	0.20	Review, analyze Acadia lease amendments (.1); correspond with Company re same (.1).
05/12/25	Michael Beauchamp	0.40	Correspond with contract counterparties re cure reconciliations.
05/12/25	Ziv Ben-Shahar	12.10	Review, analyze cure issues (3.6); correspond with Alix re same (1.3); correspond with cure counterparties re same (2.8); correspond with B. Nakhaimousa, K&E team re same (.3); further analyze, negotiate cure issues (4.1).
05/12/25	Sloane Bessey	0.40	Correspond with Z. Ben-Shahar, K&E team, contract counterparties re cure objections.
05/12/25	Caroline Buthe	0.20	Correspond with the Company re franchise leases (.1); correspond with M. Young re same (.1).
05/12/25	Paige S. Comparato	0.50	Review, revise notice of compliance re Slim and Goldie matter (.3); correspond with YCST re same (.2).
05/12/25	Brian Nakhaimousa	0.20	Conference with counsel to A team re cure objection.
05/12/25	Tiffany Tulsiram	1.00	Telephone conference with YCST re Slim and Goldie filing procedures (.6); correspond with L. Bowen re same (.4).
05/12/25	Tiffany Tulsiram	1.00	Review, revise draft notice of compliance re Slim and Goldie matter.
05/12/25	Mary Catherine Young	1.00	Correspond with landlords' counsel, Company, Hilco re lease amendments.
05/13/25	Sloane Bessey	0.70	Correspond with Z. Ben-Shahar, K&E team, Alix team re cure objections (.4); correspond with Z. Ben-Shahar, K&E team, claimant re same (.3).
05/13/25	Mary Catherine Young	0.30	Correspond with Hilco, landlord's counsel, Company re lease amendments.
05/13/25	Mary Catherine Young	0.20	Correspond with landlord's counsel re lease amendments.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050122364
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/14/25	Ziv Ben-Shahar	0.80	Correspond with cure counterparties re reconciliations.
05/14/25	Sloane Bessey	0.50	Correspond with B. Nakhaimousa, K&E team, contract counterparties, Alix team re outstanding cure issues.
05/14/25	Paige S. Comparato	0.40	Review, analyze Slim and Goldie LLC filing and correspondence.
05/14/25	Maddison Levine	0.80	Conference with Company, Hilco, Ducera, B. Nakhaimousa, K&E team re contract assumption matters (.5); review, analyze issues re same (.3).
05/14/25	Tiffany Tulsiram	1.90	Research re proof of service and advise case team re update on same.
05/14/25	Tiffany Tulsiram	1.00	Prepare, finalize, and file proof of service re Slim and Goldie matter.
05/14/25	Mary Catherine Young	2.20	Conference with Company re lease amendments (.4); review, revise lease amendments re same (.5); correspond with Company, landlords' counsel re plan supplement notice, objection re same (.8); conference with B. Nakhaimousa re franchisee issue (.3); correspond with YCST team re same (.2).
05/15/25	Ziv Ben-Shahar	8.80	Conference with B. Nakhaimousa, M. Levine re cure issues (1.2); review, analyze cure issues (3.6); correspond with contract counterparties re cure resolutions (1.9); conference with contract counterparties re same (.7); correspond with B. Nakhaimousa, K&E team re cure reconciliation issues (.5); correspond with Alix team re same (.9).
05/15/25	Sloane Bessey	2.30	Correspond with B. Nakhaimousa, K&E team, Alix team, contract counterparty re outstanding cure issues (.7); research re possible contract assumption and executory status (1.4); correspond with M. Levine, K&E team re same (.2).
05/15/25	Caroline Buthe	0.90	Correspond with Alix team re lease rejections (.1); correspond with M, Young re same (.1); correspond with landlord re same (.1); research re same (.3); correspond with Kroll team re same (.1); draft correspondence to landlords re same (.2).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050122364
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/25	Paige S. Comparato	0.50	Correspond with T. Tulsiram, K&E team re filing notice of compliance and service re Slim and Goldie matter.
05/15/25	Julia Fletcher	1.80	Research re post-rejection rent (1.4); draft summary re same (.4).
05/15/25	Maddison Levine	1.00	Review, analyze research re contract assumption issues (.4); correspond with S. Bessey re same (.2); review, analyze contract re same (.4).
05/15/25	Dominick Vito Manetta	0.30	Correspond with Z. Ben-Shahar re cure disputes.
05/15/25	Quin Wetzel	0.30	Correspond with cure counterparties re cures issues.
05/15/25	Mary Catherine Young	1.90	Conference with YCST team re rejection considerations re franchisee agreement (.5); review, revise Buddy's franchise agreement amendment (1.4).
05/16/25	Michael Beauchamp	0.30	Correspond with contract counterparty re cure reconciliation.
05/16/25	Ziv Ben-Shahar	8.40	Correspond with contract counterparties re cure resolutions (1.4); correspond with M. Levine, M. Young re contract claim set off issues (.6); analyze issues re same (1.3); correspond with Alix team, Company re same (.2); conferences with contract counterparties re fees, cure resolutions (.7); analyze issues re assignment of claims (.3); analyze issues re Granite administrative claim motions (.5); conference with Granite, B. Nakhaimousa re same (.3); analyze issues re cure resolutions (2.7); correspond with Alix team re cure payments (.4).
05/16/25	Sloane Bessey	2.10	Correspond with B. Nakhaimousa, K&E team, contract counterparty re outstanding cure issues (.7); correspond with B. Nakhaimousa, K&E team Alix team re same (.6); review, analyze sublease re cure objection (.8).
05/16/25	Caroline Buthe	2.60	Draft letter re lease rejection (2.3); correspond with Kroll re same (.1); correspond with M. Young re same (.1); correspond with Company re same (.1).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050122364
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/16/25	Aislinn Comiskey	0.60	Correspond with Z. Ben-Shahar, K&E team re setoff issue (.3); draft correspondence re same (.3).
05/16/25	Julia Fletcher	0.40	Research re promissory notes assumption.
05/16/25	Maddison Levine	0.60	Review, analyze contract assumption issues (.2); research re same (.3); correspond with K. Huang, K&E team, Company re same (.1).
05/16/25	Maddison Levine	0.80	Telephone conference with B. Nakhaimousa, K&E team, Company advisors, lender advisors re franchise issues (.5); review, analyze same (.3).
05/16/25	Mary Catherine Young	1.80	Conference with Company, landlord's counsel re lease amendments (.7); review, revise lease amendments re same (.5); review, revise lease surrender letters (.2); correspond with C. Buthe, Kroll team re same (.4).
05/17/25	Ziv Ben-Shahar	2.10	Correspond with S. Bessey, B. Nakhaimousa re cure resolutions (.6); resolve outstanding cure disputes (1.5).
05/17/25	Sloane Bessey	0.50	Correspond with Z. Ben-Shahar, K&E team, contract counterparty, and Alix team re cure disputes.
05/17/25	Brian Nakhaimousa	0.70	Correspond with M. Young re lease assumption, rejection matters (.6); correspond with Hilco re lease assumption matters (.1).
05/18/25	Caroline Buthe	1.40	Review, analyze lease schedules re confidential information (1.2); correspond with B. Nakhaimousa, K&E team re same (.1); correspond with Alix team re same (.1).
05/18/25	Dominick Vito Manetta	4.60	Review, revise contract assumption, rejection schedules (3.9); correspond with B. Nakhaimousa re same (.7).
05/19/25	Sloane Bessey	0.60	Correspond with B. Nakhaimousa, K&E team, contract counterparty re cure objections.
05/19/25	Caroline Buthe	0.50	Review, revise letter re lease rejection (.3); correspond with Company re same (.1); correspond with M. Young re same (.1).
05/19/25	Dominick Vito Manetta	1.80	Review, revise contract assumption, rejection schedules (1.6); correspond with B. Nakhaimousa, K&E team, Alix team re same (.2).
05/19/25	Mary Catherine Young	0.50	Correspond with Company, Hilco, landlords' counsel re outstanding lease amendments.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050122364
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/20/25	Sloane Bessey	0.40	Correspond with B. Nakhaimousa, K&E team, contract counterparty re cure objections.
05/21/25	Michael Beauchamp	0.60	Correspond with Z. Ben-Shahar, contract counterparties re cure reconciliations.
05/21/25	Sloane Bessey	1.50	Conference with B. Nakhaimousa, contract counterparty re assumption (.5); correspond with B. Nakhaimousa, K&E team re same (1.0).
05/21/25	Caroline Buthe	0.30	Review, revise order denying lease rejection.
05/21/25	Maddison Levine	0.90	Conference with B. Nakhaimousa, K&E team, Company, DLA re Buddy's franchise issues (.5); review analyze same (.4).
05/21/25	Brian Nakhaimousa	0.20	Correspond with Company, M. Levine, K&E team re Buddy's matters, next steps re settlements.
05/21/25	Shawn OHargan, P.C.	0.50	Telephone conference with B. Nakhaimousa, K&E team re Buddy's considerations.
05/21/25	Mary Catherine Young	1.20	Correspond with YCST team, N. Nakhaimousa, K&E team re AF Newco lease assumption COC (.6); review, revise same (.3) correspond with landlords' counsel re lease rejection issues (.3).
05/22/25	Sloane Bessey	2.60	Review, analyze contracts re trademark termination (1.6); correspond with B. Messing, K&E team re same (.5); correspond with Z. Ben-Shahar, K&E team, contract counterparty re cure disputes (.5).
05/22/25	Paige S. Comparato	0.20	Correspond with YCST re Slim and Goldie matter.
05/22/25	Brian Messing	1.90	Review, analyze precedent re rejection of IP contracts (1.3); draft summary re same (.4); correspond with L. Tur-Sinai Gozal, K&E team re same (.2).
05/22/25	Brian Nakhaimousa	0.90	Correspond with M. Young, K&E team re lease matters.
05/22/25	Brian Nakhaimousa	0.90	Correspond with Company re Buddy's cure objections, related settlement, and next steps (.3); review, analyze open issues, considerations re same (.3); correspond with counsel to A team re cure objection, settlement (.2); correspond with DLA, counsel to bb BHF re omnibus franchise agreement amendment (.1).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050122364
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/22/25	Mary Catherine Young	2.90	Correspond with Company, landlords' counsel re lease amendments, lease rejection issues (1.2); review, revise, analyze lease amendments (.6); conference with YCST team re AF Newco lease assumption COC (.1); correspond with B. Nakhaimousa re same (.2); review, analyze considerations re same (.3); conference with Company, YCST team re PSP franchisee issues (.5).
05/23/25	Sloane Bessey	4.00	Conference with B. Nakhaimousa, K&E team, PH team re franchise considerations (.5); research re franchise agreement rejection (2.1); correspond with B. Messing, K&E team re same (.8); draft summary re same (.6).
05/23/25	Brian Messing	2.10	Conference with B. Nakhaimousa, K&E team re BMH IP issue (.4); conference with S. Bessey re same (.2); review, analyze precedent re IP rejection (1.2); conference with B. Nakhaimousa, K&E team, PH re BMH contract (.3).
05/23/25	Brian Nakhaimousa	3.40	Correspond with D. Hunter re Buddy's cure matters (.5); correspond with Company re same (.3); review, analyze related issues and research re same (2.2); conference with S. Bessey, B. Messing re same (.4).
05/24/25	Sloane Bessey	0.10	Correspond with B. Nakhaimousa, K&E team re cure objections.
05/26/25	Sloane Bessey	0.20	Correspond with B. Nakhaimousa, K&E team re cure objections.
05/26/25	Paige S. Comparato	0.10	Review, analyze pleadings re Slim and Goldie LLC matter.
05/27/25	Sloane Bessey	0.70	Conference with D. Hunter, K&E team, Company, franchisee counsel re franchisee rejection (.5); correspond with B. Nakhaimousa, K&E team re cure objections (.2).
05/27/25	Maddison Levine	0.50	Conference with franchisee counsel, B. Nakhaimousa, K&E team, Company advisors re franchise issues, potential settlement.
05/27/25	Brian Nakhaimousa	0.30	Correspond with counsel to franchisees re Buddy's cure matters.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050122364
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/27/25	Mary Catherine Young	1.20	Review, revise lease amendments (.3); correspond with Company, Hilco, landlord's counsel re same (.4); conference with Company re PSP franchisee issues (.5).
05/28/25	Sloane Bessey	0.20	Review, analyze correspondence with B. Nakhaimousa, K&E team re cure objections (.1); correspond with B. Nakhaimousa, K&E team, landlord re lease assumption (.1).
05/28/25	Derek I. Hunter	0.90	Attend conference with M. Levine, K&E team, Company re update, case status, strategy, next step.
05/28/25	Maddison Levine	0.60	Review, analyze contract rejection research (.3); correspond and conference with Company re same, related rent and tax obligations (.3).
05/28/25	Dominick Vito Manetta	0.40	Correspond with YCST team re cure amounts (.3); telephone conference with YCST team re same (.1).
05/28/25	Mary Catherine Young	1.00	Review, revise lease amendments (.7); correspond with Company, landlords' counsel re same (.3).
05/29/25	Mary Catherine Young	1.60	Review, analyze correspondence re lease amendments (.4); correspond with Company re same (.2); conference with Cole Schotz team, YCST team re MDP contracting lien issue (.5); review, analyze considerations re same (.2); review, revise lease amendment (.3).
05/29/25	Mary Catherine Young	0.50	Conference with Company re PSP franchisee issues.
05/30/25	Sloane Bessey	0.10	Review, analyze correspondence with B. Nakhaimousa, K&E team re cure objections.
05/30/25	Maddison Levine	0.60	Telephone conference with Company, B. Nakhaimousa re lease rejection, related issues (.3); prepare for same (.1); telephone conference with YCST re AF lease rejection motion (.2).
05/30/25	Dominick Vito Manetta	0.20	Correspond with contract counterparties re cure payments (.1); correspond with Alix team re same (.1).
05/31/25	Maddison Levine	0.60	Review, revise contract rejection motion (.5); correspond with YCST re same (.1).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050122364
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/02/25	Sloane Bessey	0.40	Correspond with M. Levine, K&E team, Alix team re contract assumption schedule.
06/02/25	Brian Nakhaimousa	0.60	Correspond with Company, counsel to various Buddy's franchisees re cure objections, related matters.
Total		179.30	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122365
Client Matter: 58395-10

In the Matter of Business Operations

For legal services rendered through June 2, 2025 (see attached Description of Legal Services for detail)	<u>\$ 7,105.00</u>
Total legal services rendered	\$ 7,105.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Business Operations

Invoice Number: 1050122365
Matter Number: 58395-10

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Maddison Levine	0.50	1,465.00	732.50
Brian Nakhaimousa	3.50	1,465.00	5,127.50
Steven Soule	1.00	1,245.00	1,245.00
TOTALS	5.00		\$ 7,105.00

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Business Operations

Invoice Number: 1050122365
 Matter Number: 58395-10

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/12/25	Steven Soule	0.80	Review and analyze draft Proposition 65 settlement agreement (.4); correspond with Company re same (.4).
05/13/25	Steven Soule	0.20	Review, analyze Prop 65 settlement re timing and court approval of same.
05/23/25	Brian Nakhaimousa	0.40	Conference with PH, M. Levine, K&E team, DLA re FDD re Buddy's and related issues.
06/01/25	Brian Nakhaimousa	0.70	Conference with DLA, M. Levine re Buddy's FDD, related Buddy's matters.
06/02/25	Maddison Levine	0.50	Telephone conference with B. Nakhaimousa, DLA, Company, Deloitte re franchise matters, audit issues.
06/02/25	Brian Nakhaimousa	2.40	Conferences with DLA re Buddy's (.9); review, revise proof of claim re franchisee bankruptcy proceeding (.2); correspond with YCST, M. Young re same (.2); correspond with Deloitte, Company re Buddy's audit (.3); correspond with Company re Buddy's matters (.5); conference with Deloitte re Buddy's audit (.3).
Total		5.00	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122366
Client Matter: 58395-11

In the Matter of Claims Administration

For legal services rendered through June 2, 2025 (see attached Description of Legal Services for detail)	<u>\$ 84,290.00</u>
Total legal services rendered	\$ 84,290.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050122366
Matter Number: 58395-11

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ziv Ben-Shahar	3.80	1,195.00	4,541.00
Jacob E. Black	16.90	1,375.00	23,237.50
Julia F. Burnson	1.10	685.00	753.50
Paige S. Comparato	1.20	1,525.00	1,830.00
Julia Fletcher	7.70	880.00	6,776.00
Maddison Levine	14.90	1,465.00	21,828.50
Dominick Vito Manetta	5.30	880.00	4,664.00
Mark McKane, P.C.	0.50	2,265.00	1,132.50
Brian Messing	10.50	1,065.00	11,182.50
Brian Nakhaimousa	0.70	1,465.00	1,025.50
Luz Tur-Sinai Gozal	3.70	880.00	3,256.00
Mary Catherine Young	3.40	1,195.00	4,063.00
TOTALS	69.70		\$ 84,290.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050122366
Matter Number: 58395-11

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/25	Maddison Levine	0.70	Review, revise objection re Prophecy 3018 motion (.5); correspond with B. Messing re same (.2).
05/06/25	Mary Catherine Young	0.50	Correspond with M. Levine, K&E team, Kroll re allowed claims issues.
05/07/25	Brian Nakhaimousa	0.60	Conference with D. Manetta, K&E team re cure disputes, next steps (.3); conference with Z. Ben-Shahar, YCST re same (.3).
05/07/25	Mary Catherine Young	0.60	Correspond with Kroll re bar date notice (.2); correspond with PSZJ team re proof of claim deadline extension (.2); correspond with landlords' counsel re same (.2).
05/08/25	Maddison Levine	0.50	Review, analyze TopCo claims register (.3); correspond with D. Hunter, K&E team re same, related issues (.2).
05/08/25	Mary Catherine Young	0.20	Correspond with landlords' counsel re allowed claim amount.
05/09/25	Maddison Levine	2.30	Correspond with B. Messing, K&E team re claims objection (.4); review, analyze issues re same (.2); review, analyze PoCs, indemnification summaries re same (1.2); correspond with C. Buthe re same, related agreements (.5).
05/09/25	Brian Messing	3.20	Draft TopCo claims objection (2.3); review, analyze precedent re same (.6); telephone conference with YCST re same (.1); correspond with J. Black, K&E team re same (.2).
05/09/25	Brian Messing	1.40	Draft TopCo claims objection (.7); review, analyze precedent re same (.4); telephone conference with YCST re same (.1); correspond with J. Black, K&E team re same (.2).
05/09/25	Mary Catherine Young	0.20	Correspond with landlords' counsel re allowed claim amount.
05/10/25	Jacob E. Black	0.50	Analyze, evaluate claims objections re confirmation, related issues (.4); correspond with B. Messing, K&E team re same (.1).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050122366
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/10/25	Maddison Levine	1.30	Review, analyze claims objection issues (.4); review, revise summary re PoCs re same, indemnification obligations (.5); correspond with C. Buthe, K&E team re same (.2); conference with Alix re same, TopCo claims register (.2).
05/10/25	Brian Messing	1.60	Draft, revise TopCo claims objection.
05/11/25	Maddison Levine	1.10	Review, revise Altregrity claims objection summary (.6); research re same (.3); correspond with J. Fletcher re same (.2).
05/11/25	Brian Messing	0.20	Review, analyze TopCo claims objection (.1); correspond with L. Tur-Sinai Gozal re same (.1).
05/12/25	Maddison Levine	2.20	Review, revise Altregrity claims objection summary (.4); review, analyze transcript re same (.4); correspond with J. Fletcher re same (.2); review, revise motion to shorten notice re claims objection (.5); review, analyze precedent re same (.2); correspond with B. Messing, K&E team re same (.1); review, analyze claims objection issues (.4).
05/12/25	Brian Messing	1.40	Revise claims objection (.3); review, revise motion to shorten notice re same (1.1).
05/12/25	Luz Tur-Sinai Gozal	0.40	Review, revise CorVel payment information re proof of claim.
05/13/25	Ziv Ben-Shahar	3.80	Correspond with Kroll re proofs of claim (1.1); analyze issues re classification of claims (2.7).
05/13/25	Jacob E. Black	6.00	Review, analyze proofs of claims re objections, related considerations (3.9); review, revise claims objection re same (1.8); correspond with B. Messing, K&E team re same (.3).
05/13/25	Julia Fletcher	0.90	Review, revise motion to shorten notice re claims objection.
05/13/25	Maddison Levine	2.10	Review, revise claims objection, related declarations (1.7); correspond with B. Messing, K&E team re same (.2); correspond with U.S. Trustee, PH, W&C, PSZJ re same (.2).
05/13/25	Brian Nakhaimousa	0.10	Review, revise motion to shorten notice re claims objection.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050122366
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/14/25	Jacob E. Black	7.10	Review, analyze proofs of claims re objections, related considerations (3.8); review, revise claims objection re same (1.9); correspond with B. Messing, K&E team re same (1.4).
05/14/25	Julia Fletcher	2.00	Review, revise motion to shorten notice re claims objection (1.2); review, revise claims objection notice (.6); correspond with YCST team re same (.2).
05/14/25	Maddison Levine	3.90	Review, revise claims objection, related declarations (2.2); correspond with D. Hunter, K&E team re same (.5); review, analyze claims register, PoCs, research re same (1.2).
05/14/25	Luz Tur-Sinai Gozal	2.70	Telephone conference with M. Levine re claims objection (.1); revise claims objection, declaration in support of same, exhibits to same (2.1); correspond with D. Hunter, K&E team re same (.2); conference with M. Levine, K&E team re filing re same (.2); telephone conference with J. Black re schedule to claims objection (.1).
05/15/25	Mark McKane, P.C.	0.50	Review, analyze court's denial of motion to shorten notice re claims objection (.2); correspond with D. Hunter, K&E team re same, claims objection issues (.3).
05/16/25	Maddison Levine	0.80	Review, analyze research re claims objection, burden shifting (.5); correspond and conference with B. Messing, K&E team re same (.3).
05/16/25	Brian Messing	0.90	Review, analyze precedent re claims shifting burden (.6); correspond with D. Hunter, K&E team re same (.2); telephone conference with J. Black re same (.1).
05/16/25	Luz Tur-Sinai Gozal	0.40	Telephone conference with B. Messing re claims objection.
05/18/25	Luz Tur-Sinai Gozal	0.20	Correspond with Q. Wetzel, K&E team re disputed claims (.1); correspond with B. Messing re claims same (.1).
05/19/25	Jacob E. Black	3.30	Review, analyze claims re objection, confirmation issues (2.1); correspond with B. Messing, K&E team re same (.8); telephone conferences with B. Messing, K&E team re same (.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050122366
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/25	Julia F. Burnson	1.10	Research re claims objection stipulation (.4); draft same (.7).
05/19/25	Julia Fletcher	4.80	Research re TopCo guaranty claim (3.2); draft summary re same (.8); correspond with B. Messing, J. Black, K&E team re same (.8).
05/19/25	Dominick Vito Manetta	5.30	Draft claim stipulations (3.8); correspond with B. Nakhaimousa, K&E team re same (.2); review, analyze issues re same (1.3).
05/19/25	Brian Messing	0.70	Correspond with D. Hunter re TopCo claims (.1); draft, revise talking points re claims objection, related issues (.6).
05/19/25	Brian Messing	0.40	Review, analyze precedent re claims objection burden.
05/19/25	Mary Catherine Young	1.40	Correspond with D. Manetta, B. Nakhaimousa, K&E team re claims stipulation (.5); review, revise re same (.9).
05/27/25	Brian Messing	0.20	Correspond with M. Levine, K&E team re claims objection hearing.
05/28/25	Brian Messing	0.30	Correspond with J. Black, K&E team re claims objection.
05/29/25	Brian Messing	0.20	Correspond with B. Nakhaimousa, M. Levine re claims objection hearing, related deadlines.
06/02/25	Paige S. Comparato	1.20	Research local rules re proof of claim re Slim and Goldie LLC matter.
06/02/25	Mary Catherine Young	0.50	Correspond with YCST team re Slim & Goldie bar date (.2); review, analyze proof of claim re same (.3).
Total		69.70	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122367
Client Matter: 58395-13

In the Matter of Creditor and Stakeholder Communications

For legal services rendered through June 2, 2025 (see attached Description of Legal Services for detail)	<u>\$ 81,436.50</u>
Total legal services rendered	\$ 81,436.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050122367
Matter Number: 58395-13

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Advani	2.00	1,095.00	2,190.00
Jacqueline Cloutier	0.80	1,375.00	1,100.00
James B. Dickson	3.00	1,815.00	5,445.00
Jeffrey Ross Goldfine	3.00	1,745.00	5,235.00
Keli Huang	0.50	1,725.00	862.50
Jake Kim	1.00	1,065.00	1,065.00
Constantina Leodis	1.50	1,195.00	1,792.50
Maddison Levine	20.30	1,465.00	29,739.50
Drew Maliniak	6.90	1,725.00	11,902.50
Adam Mohamed	1.90	1,725.00	3,277.50
Brian Nakhaimousa	2.00	1,465.00	2,930.00
Maureen D. O'Brien	0.40	2,295.00	918.00
Sarah Osborne	1.60	1,065.00	1,704.00
Christina I. Panagoulia Triantafillopoulos	3.00	880.00	2,640.00
Joshua Raphael	0.50	1,195.00	597.50
Maddison Malone Riddick	0.50	1,525.00	762.50
Anthony Vincenzo Sexton, P.C.	0.60	2,075.00	1,245.00
Nicholas Warther	4.40	1,825.00	8,030.00
TOTALS	53.90		\$ 81,436.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050122367
Matter Number: 58395-13

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, case status, open items.
05/01/25	Jeffrey Ross Goldfine	0.40	Telephone conference with M. Levine, I. Sasson, K&E team, PH, and advisors re cases and next steps.
05/01/25	Maddison Levine	3.10	Correspond with PH re employment diligence (.4); compile, analyze same (.9); correspond with Company re same, open items re same (.4); telephone conference with PH, Lazard, Ducera, Alix, B. Nakhaimousa, K&E team re DIP funding (.5); telephone conference with PH. B. Nakhaimousa, Z. Shahrar re Granite objection, related issues (.5); review, analyze same (.4).
05/05/25	Jeffrey Ross Goldfine	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re cases and next steps.
05/05/25	Maddison Levine	1.20	Telephone conference with D. Hunter, K&E team, 1L advisors re case status, open items (.5); telephone conference with PH, W&C, PSJZ, M. McKane, K&E team re litigation trust agreement (.5); review, analyze same (.2).
05/05/25	Drew Maliniak	1.00	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence planning (.5); telephone conference with C. Leodis, K&E team, PH re unsettled trades with Wilmington (.5).
05/05/25	Sarah Osborne	0.50	Telephone conference with Alix, Ducera, PH teams, M. Levine, K&E team re case updates.
05/05/25	Joshua Raphael	0.50	Conference with M. Levine, K&E team, Ducera, Alix, PH, Lazard re matter status.
05/06/25	James B. Dickson	0.50	Telephone conference with D. Maliniak, K&E team, lender advisors re lender register.
05/07/25	Maddison Levine	0.40	Correspond with W&C re ballots (.2); review, analyze voting results re same (.2).
05/08/25	Jacqueline Cloutier	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re case status, open issues. .

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050122367
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/08/25	Jeffrey Ross Goldfine	0.40	Telephone conference with M. Levine, K&E team, Company advisors and lender advisors re cases and next steps.
05/08/25	Maddison Levine	1.00	Telephone conference with D. Hunter, K&E team, 1L advisors re case status, open items (.5); telephone conference with PH, Lazard, Alix re HoldCo rationalization (.5).
05/08/25	Drew Maliniak	0.70	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re case status, open issues (.5); correspond with PH re same (.2). .
05/08/25	Brian Nakhaimousa	0.50	Conference with PH, M. Levine, K&E team, Ducera, Alix re status, next steps, open issues.
05/12/25	Jacqueline Cloutier	0.30	Telephone conference with M. Levine, K&E team, Company advisors, re case status, open issues.
05/12/25	Maddison Levine	0.90	Telephone conference with 1L advisors, B. Nakhaimousa, K&E team, Company advisors re case status, open items (.6); correspond and telephone conferences with PH re employment matters (.3).
05/12/25	Drew Maliniak	0.30	Telephone conference with M. Levine, K&E team, Company advisors, re case status, open issues.
05/12/25	Sarah Osborne	0.30	Telephone conference with PH team, M. Levine, K&E team re case updates.
05/13/25	Maddison Levine	0.90	Telephone conference with PH, W&C, B. Nakhaimousa, K&E team re confirmation order, plan issues (.6); prepare for same (.3).
05/15/25	Matt Advani	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, case status, open items.
05/15/25	Jeffrey Ross Goldfine	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re cases and next steps.
05/15/25	Maddison Levine	1.30	Telephone conference with PH, B. Nakhaimousa, K&E team re contract assumption and rejections (.5); telephone conference with 1L advisors, Company advisors. B. Nakhaimousa, K&E team re case status, open items (.5); correspond with PH re employment matters (.3).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050122367
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/25	Adam Mohamed	0.90	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, case status, open items (.5); revise ABL credit agreement (.4).
05/15/25	Maureen D. O'Brien	0.40	Conference with M. Levine, K&E team, PH re case status.
05/15/25	Maddison Malone Riddick	0.50	Conference with PH, M. O'Brien, K&E team re case status (.4); prepare for same (.1).
05/15/25	Nicholas Warther	0.50	Telephone conference with M. Levine, K&E team, lender advisors re emergence, documentation checklist.
05/16/25	Maddison Levine	2.60	Telephone conference with PH, B. Nakhaimousa, K&E team re PSP securitization (.5); review, analyze issues re same (.3); telephone conference with PH, B. Nakhaimousa, K&E team re emergence, open items (.7); review, analyze summary re same (.3); correspond with D. Hunter, K&E team re Kahn diligence requests (.3); review, analyze same (.2); correspond with PH, Company re D&O slate (.3).
05/21/25	Matt Advani	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence checklist, case status.
05/21/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, case status, open items.
05/21/25	Jeffrey Ross Goldfine	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence items.
05/21/25	Maddison Levine	0.90	Telephone conference with PH. Lazard, B. Nakhaimousa, K&E team, Ducera, Alix re emergence checklist (.5); review, analyze same (.4).
05/21/25	Christina I. Panagoulia Triantafillopoulos	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, open items.
05/21/25	Anthony Vincenzo Sexton, P.C.	0.60	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence checklist, open items (.5); prepare for same (.1).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050122367
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/21/25	Nicholas Warther	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence checklist, open items.
05/22/25	Matt Advani	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence checklist.
05/22/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, case status, open items.
05/22/25	Jeffrey Ross Goldfine	0.30	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re cases and next steps (partial).
05/22/25	Constantina Leodis	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, case status, open items.
05/22/25	Brian Nakhaimousa	0.50	Conference with Ducera, AlixPartners, M. Levine, K&E team, PH re status, next steps.
05/22/25	Christina I. Panagoulia Triantafillopoulos	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re case status, open items.
05/22/25	Nicholas Warther	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence checklist.
05/23/25	Keli Huang	0.50	Telephone conference with lender's counsel re agency agreement.
05/23/25	Jake Kim	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, case status, open items.
05/23/25	Constantina Leodis	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, case status, open items.
05/23/25	Drew Maliniak	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence checklist, open items.
05/23/25	Christina I. Panagoulia Triantafillopoulos	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re case status, open items.
05/27/25	Matt Advani	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence checklist.
05/27/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company, advisors re emergence, case status, open items.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050122367
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/27/25	Jeffrey Ross Goldfine	0.40	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re cases and next steps.
05/27/25	Maddison Levine	0.90	Telephone conference with 1L advisors, D. Hunter, K&E team, Company advisors re cases status, open items (.5); correspond with PH re DIP, RSA milestone extensions (.2); correspond with Sidley, YCST re document requests (.2).
05/27/25	Drew Maliniak	3.10	Correspond and telephone conferences with lender advisors, Company advisors reemergence allocations and checklist (1.3); correspond with J. Cloutier, Kroll and Ducera teams re same (1.8).
05/27/25	Adam Mohamed	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, case status, open items.
05/27/25	Sarah Osborne	0.50	Telephone conference with 1L advisors, M. Levine, K&E team, Ducera, Alix teams re case updates, next steps.
05/27/25	Christina I. Panagoulia Triantafillopoulos	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re case status, open items.
05/27/25	Nicholas Warther	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence checklist.
05/28/25	Nicholas Warther	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence checklist, next steps.
05/29/25	Maddison Levine	1.60	Telephone conference with 1L advisors, D. Hunter, K&E team, Company advisors re case status, emergence (.5); correspond and conference with PH re governance, D&O matters (.4); telephone conference with J. Dickson, K&E team, Company advisors, 1L advisors, ABL advisors re emergence KYC (.5); conference with Company, PH re timing re same (.2).
05/29/25	Sarah Osborne	0.30	Telephone conference with M. Levine, K&E team, Alix, Ducera teams, 1L lenders re emergence workstreams (partial).
05/29/25	Nicholas Warther	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence checklist.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050122367
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, case status, open items.
05/30/25	Jake Kim	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, case status, open items.
05/30/25	Constantina Leodis	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, case status, open items.
05/30/25	Maddison Levine	2.70	Telephone conference with 1L advisors, B. Nakhaimousa, K&E team, Company advisors re emergence, open items (.9); review, analyze checklist re same (.5); telephone conference with B. Nakhaimousa, PH. PSZJ, W&C re litigation trust funding (.3); telephone conference with KTAP, D. Hunter, K&E team re confirmation order (.4); review, revise press release, stakeholder communications (.5); correspond with B. Nakhaimousa re same (.1).
05/30/25	Adam Mohamed	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence, case status, open items.
05/30/25	Christina I. Panagoulia Triantafillopoulos	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence status, open items.
05/30/25	Nicholas Warther	0.90	Telephone conference with PH, M. Levine, K&E team, Company advisors, lender advisors re emergence checklist (.5); correspond with K. Huang re same (.4).
06/01/25	Maddison Levine	1.10	Correspond with PH, W&C, KTAP, J. Raphael, K&E team re confirmation order, open items (.6); review, revise confirmation order re same (.3); review, analyze issues re same (.2).
06/02/25	Maddison Levine	1.70	Telephone conference with 1L advisors, D. Hunter, K&E team, Company advisors re case status, emergence, open items (.5); correspond with PH re milestone extensions (.2); review, revise press release (.3); correspond with PH, Lazard, Company re same (.2); telephone conference with 1L advisors, 1L lenders, Company advisors re franchise matters, case status (.5).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050122367
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/02/25	Drew Maliniak	1.30	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence status, open items (.5); review, revise summary re same (.8).
06/02/25	Brian Nakhaimousa	1.00	Conference with M. Levine, K&E team, Company advisors, Lazard, Paul Hastings re status, emergence matters (.5); review, revise press release re emergence, related employee communications (.5).
06/02/25	Christina I. Panagoulia Triantafillopoulos	0.50	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence status, open items.
06/02/25	Nicholas Warther	0.50	Telephone conference with PH, M. Levine, K&E team, Company advisors, lender advisors re emergence checklist.
Total		53.90	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122368
Client Matter: 58395-14

In the Matter of U.S. Trustee Matters and Communications

For legal services rendered through June 2, 2025
(see attached Description of Legal Services for detail)

\$ 5,357.50

Total legal services rendered

\$ 5,357.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
U.S. Trustee Matters and Communications

Invoice Number: 1050122368
Matter Number: 58395-14

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Maddison Levine	3.00	1,465.00	4,395.00
Michael A. Sloman	0.70	1,375.00	962.50
TOTALS	3.70		\$ 5,357.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
U.S. Trustee Matters and Communications

Invoice Number: 1050122368
Matter Number: 58395-14

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/02/25	Michael A. Sloman	0.50	Review, analyze materials re production to U.S. Trustee.
05/06/25	Maddison Levine	1.70	Correspond with U.S. Trustee re plan issue (.1); review, analyze same (.2); correspond with U.S. Trustee re sale discovery (.1); compile, analyze same (.9); correspond and conference with S. Golden, K&E team re same, next steps (.4).
05/06/25	Michael A. Sloman	0.20	Correspond with S. Golden, K&E team re document production to U.S. Trustee.
05/07/25	Maddison Levine	0.60	Compile, analyze U.S. Trustee sale diligence (.4); correspond and conference with M. Sloman, K&E team re same (.2).
05/08/25	Maddison Levine	0.40	Correspond and conference with U.S. Trustee re sale diligence (.2); compile, analyze same (.2).
05/30/25	Maddison Levine	0.30	Correspond with U.S. Trustee re reporting obligations (.1); correspond with Alix re same (.2).
Total		3.70	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122369
Client Matter: 58395-15

In the Matter of Hearings

For legal services rendered through June 2, 2025
(see attached Description of Legal Services for detail)

\$ 104,909.50

Total legal services rendered

\$ 104,909.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050122369
Matter Number: 58395-15

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Angarola	2.00	865.00	1,730.00
Bill Arnault, P.C.	5.70	2,015.00	11,485.50
Julia F. Burnson	2.50	685.00	1,712.50
Jeffrey Ross Goldfine	5.40	1,745.00	9,423.00
Nicole L. Greenblatt, P.C.	6.20	2,595.00	16,089.00
Shayne Henry	7.00	1,695.00	11,865.00
Derek I. Hunter	7.90	1,735.00	13,706.50
Maddison Levine	9.30	1,465.00	13,624.50
Melanie MacKay	5.00	1,695.00	8,475.00
Mark McKane, P.C.	4.70	2,265.00	10,645.50
Brian Nakhaimousa	4.20	1,465.00	6,153.00
TOTALS	59.90		\$ 104,909.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050122369
Matter Number: 58395-15

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/06/25	Jeffrey Ross Goldfine	0.90	Participate in sale hearing (.6); prepare for same (.3).
05/06/25	Nicole L. Greenblatt, P.C.	0.70	Attend VSI sale hearing (partial).
05/06/25	Derek I. Hunter	2.90	Attend sale hearing (.6); prepare for same (2.3).
05/06/25	Maddison Levine	1.40	Attend sale hearing (.6); prepare for same (.8).
05/06/25	Mark McKane, P.C.	0.50	Attend telephonic sale hearing.
05/20/25	Michael Angarola	2.00	Participate in confirmation hearing.
05/20/25	Bill Arnault, P.C.	5.40	Participate in confirmation hearing (3.0); prepare for same (2.4).
05/20/25	Julia F. Burnson	1.60	Telephonically attend confirmation hearing.
05/20/25	Jeffrey Ross Goldfine	4.20	Attend confirmation hearing (3.1); prepare for same (1.1).
05/20/25	Nicole L. Greenblatt, P.C.	5.00	Attend confirmation hearing (3.0); prepare for same (1.6); correspond with M. Levine, K&E team re same and analysis (.4).
05/20/25	Shayne Henry	6.50	Prepare for confirmation hearing (3.5); participate in confirmation hearing (3.0).
05/20/25	Derek I. Hunter	3.50	Attend confirmation hearing (3.1); prepare for same (.4).
05/20/25	Maddison Levine	7.40	Attend confirmation hearing (3.1); prepare for same (1.1); attend Granite administrative expense hearing (3.2).
05/20/25	Melanie MacKay	5.00	Participate in confirmation hearing (3.0); prepare for same (2.0).
05/20/25	Mark McKane, P.C.	3.50	Telephonically attend confirmation hearing (3.1); review, analyze issues re same (.4).
05/20/25	Brian Nakhaimousa	4.20	(TRAVEL TIME SHOULD BE SPLIT OUT AND MOVED TO TRAVEL MATTER) Attend confirmation hearing and travel back to NYC (3.0); prepare for confirmation hearing (1.2).
05/28/25	Bill Arnault, P.C.	0.30	Telephonically attend bench ruling re confirmation.
05/28/25	Julia F. Burnson	0.90	Telephonically attend bench ruling re confirmation to monitor lines for attorneys (.5); correspond with M. Levine, K&E team re same (.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050122369
Matter Number: 58395-15

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/28/25	Jeffrey Ross Goldfine	0.30	Attend bench ruling re confirmation.
05/28/25	Nicole L. Greenblatt, P.C.	0.50	Attend bench ruling and correspond with D. Hunter, K&E team re same.
05/28/25	Shayne Henry	0.50	Attend bench ruling re confirmation.
05/28/25	Derek I. Hunter	0.50	Telephonically attend hearing re confirmation order.
05/28/25	Derek I. Hunter	1.00	Attend bench ruling (.5); prepare for same (.5).
05/28/25	Maddison Levine	0.50	Telephonically attend confirmation bench ruling.
05/28/25	Mark McKane, P.C.	0.70	Attend telephonic bench ruling re confirmation (.5); review, analyze issues re same (.2).
Total		59.90	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122370
Client Matter: 58395-16

In the Matter of Insurance and Surety Matters

For legal services rendered through June 2, 2025
(see attached Description of Legal Services for detail)

\$ 11,420.50

Total legal services rendered

\$ 11,420.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Insurance and Surety Matters

Invoice Number: 1050122370
Matter Number: 58395-16

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Julia Fletcher	0.30	880.00	264.00
Maddison Levine	2.70	1,465.00	3,955.50
William T. Pruitt	3.80	1,895.00	7,201.00
TOTALS	6.80		\$ 11,420.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Insurance and Surety Matters

Invoice Number: 1050122370
Matter Number: 58395-16

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Julia Fletcher	0.30	Prepare summary re D&O insurance policies.
05/07/25	Maddison Levine	0.20	Correspond with Company re D&O insurance.
05/08/25	Maddison Levine	0.40	Correspond with W. Pruitt re Lotus Leaf insurance matters (.3); review, analyze policy re same (.1).
05/09/25	William T. Pruitt	0.60	Review and analyze insurance coverage denial (.3); telephone conference with Company re same and next steps (.3).
05/13/25	William T. Pruitt	0.30	Review, analyze issues re insurance coverage denial
05/14/25	Maddison Levine	0.30	Conference with W. Pruitt, Q. Wetzel re insurance matters.
05/14/25	William T. Pruitt	0.40	Conference with M. Levine, Q. Wetzel re insurance matters (.3); prepare for same (.1).
05/16/25	William T. Pruitt	0.50	Review, analyze insurer position on policy assumption (.3); telephone conference and correspondence with M. Levine re same (.2).
05/21/25	William T. Pruitt	0.60	Review, analyze issues re insurance coverage denial (.4); correspond with M. Levine re same (.2).
05/28/25	Maddison Levine	0.70	Telephone conference with W. Pruitt re insurance response letter (.2); review, analyze policies, issues re same (.2); correspond with W. Pruitt, Company re winddown insurance (.3).
05/28/25	William T. Pruitt	0.30	Telephone conference with M. Levine re insurance response letter.
05/29/25	Maddison Levine	0.80	Telephone conference with W. Pruitt, Company, broker re winddown insurance (.3); review, analyze issues re same (.1); correspond and conference with Company re go-forward insurance (.2); review, analyze summary re same (.2).
05/29/25	William T. Pruitt	0.70	Telephone conference with M. Levine, Company, broker re winddown insurance (.3); review, revise broker response letter (.4).
06/02/25	Maddison Levine	0.30	Correspond with W. Pruitt, Company re broker response letter (.2); review, analyze same (.1).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Insurance and Surety Matters

Invoice Number: 1050122370
Matter Number: 58395-16

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/02/25	William T. Pruitt	0.40	Review, revise broker response letter (.2); correspond with M. Levine, Company re same (.2).
Total		6.80	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122371
Client Matter: 58395-18

In the Matter of Tax Matters

For legal services rendered through June 2, 2025
(see attached Description of Legal Services for detail)

\$ 105,592.50

Total legal services rendered

\$ 105,592.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050122371
Matter Number: 58395-18

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Advani	38.00	1,095.00	41,610.00
Kai Michael Fenty	15.40	925.00	14,245.00
Anthony Vincenzo Sexton, P.C.	5.50	2,075.00	11,412.50
Nicholas Warther	21.00	1,825.00	38,325.00
TOTALS	79.90		\$ 105,592.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050122371
Matter Number: 58395-18

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/02/25	Anthony Vincenzo Sexton, P.C.	0.30	Review and revise confirmation order re tax issues.
05/05/25	Matt Advani	1.00	Review and revise emergence checklist re tax matters.
05/06/25	Matt Advani	0.70	Review and revise emergence checklist re tax matters (.2); review and revise confirmation order re tax matters (.5).
05/06/25	Kai Michael Fenty	1.50	Review and revise restructuring transactions memorandum.
05/06/25	Nicholas Warther	0.30	Review and analyze emergence checklist re tax issues.
05/07/25	Matt Advani	1.50	Review and revise confirmation order re tax issues.
05/07/25	Kai Michael Fenty	0.40	Review and revise confirmation order re tax issues.
05/07/25	Nicholas Warther	0.50	Review and analyze structuring of transaction and structure slides.
05/08/25	Matt Advani	3.90	Review and revise post-closing structure chart re EINs (.3); review and revise take-back credit agreement re tax issues (3.6).
05/08/25	Kai Michael Fenty	1.30	Review and revise structure slides re restructuring transaction memorandum.
05/09/25	Matt Advani	1.40	Review and revise contribution agreements re tax steps (1.1); review and revise take-back credit agreement re tax issues (.3).
05/09/25	Kai Michael Fenty	0.90	Review and analyze comments to confirmation agreement and restructuring memorandum re tax issues.
05/09/25	Anthony Vincenzo Sexton, P.C.	0.30	Review, analyze confirmation order tax issues.
05/09/25	Nicholas Warther	0.90	Review and revise tax portions of plan (.4); correspond with M. Levine re structuring of same (.5).
05/10/25	Nicholas Warther	0.50	Correspond with M. Levine, K&E team re confirmation order tax language.
05/12/25	Matt Advani	0.70	Review and revise structure slides re RTM.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050122371
Matter Number: 58395-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/13/25	Matt Advani	2.70	Review and revise contribution agreements re tax issues, transaction steps (2.1); review, analyze tax implications of assets and liabilities sitting at upper-tier entities (.6).
05/13/25	Kai Michael Fenty	0.90	Review and revise contribution and distribution agreements re tax issues.
05/13/25	Anthony Vincenzo Sexton, P.C.	0.60	Review, analyze exit structuring tax considerations (.3); review, revise confirmation order re tax language (.3).
05/13/25	Nicholas Warther	0.40	Review and revise tax structure slides.
05/14/25	Matt Advani	1.90	Telephone conference with N. Warther, K&E team, Company re tax issues (.5); review, analyze issues re same (.4); correspond with N. Warther re same, open tax steps (.4); research re discharge of tax claims (.6).
05/14/25	Anthony Vincenzo Sexton, P.C.	0.90	Review, analyze exit structuring tax issues (.5); review and analyze confirmation order tax issues (.4).
05/14/25	Nicholas Warther	2.60	Review and analyze structuring of transaction and tax treatment (1.2); correspond with K. Huang, K&E team re same (.4); telephone conference with Company, M. Advani and K&E team re same (.5); review and revise tax documentation (.5).
05/15/25	Matt Advani	3.90	Review and revise contribution and distribution agreements re tax matters (2.1); correspond with PH re tax implications of transition services agreement and agency agreement (.4); research re administrative claims, tax issues re same (1.4).
05/15/25	Kai Michael Fenty	0.80	Research re administrative.
05/15/25	Anthony Vincenzo Sexton, P.C.	0.30	Review analyze tax implementation materials.
05/15/25	Nicholas Warther	0.80	Review and analyze tax structuring and next steps.
05/16/25	Matt Advani	6.10	Conference with A. Sexton, K&E team and EY to re tax updates to restructuring (.5); telephone conference with A. Sexton, K&E team re agency agreement (.4); research re administrative taxes (4.4); telephone conference with PH, A. Sexton, K&E teams re tax structure (.5); review, analyze issues re same (.3).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050122371
Matter Number: 58395-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/16/25	Kai Michael Fenty	2.90	Research re administrative taxes (1.8); draft summary re same (1.1).
05/16/25	Anthony Vincenzo Sexton, P.C.	1.40	Telephone conference with N. Warther, K&E team, EY re tax modeling (.5); telephone conference with N. Warther, K&E team re TSA tax issues (.5); review and analyze materials re same (.4).
05/16/25	Nicholas Warther	3.80	Telephone conference with A. Sexton, K&E team, EY team re tax structuring (.8); telephone conference with M. O'Brien, K&E team re TSA tax issues, benefits structuring (.5); telephone conference with A. Sexton, K&E team, PH team re tax structuring and next steps (.7); review and analyze same (1.1); correspond with B. Korbut re tax analysis of same (.7).
05/17/25	Matt Advani	1.60	Review, revise restructuring transactions memorandum re securitization (1.3); review, analyze issues re same (.3).
05/17/25	Nicholas Warther	1.40	Review and analyze tax structuring issues (.7); correspond with A. Sexton, K&E team re same (.3); review and revise restructuring transactions memorandum (.4).
05/18/25	Matt Advani	0.80	Review, revise restructuring transactions memorandum.
05/18/25	Nicholas Warther	1.20	Review and analyze tax structuring issues (.3); correspond with A. Sexton, K&E team re same (.6); review and revise restructuring transactions memorandum (.3).
05/19/25	Kai Michael Fenty	0.30	Review and analyze tax structure.
05/19/25	Anthony Vincenzo Sexton, P.C.	0.50	Review, analyze exit tax structuring issues.
05/19/25	Nicholas Warther	1.10	Telephone conference with A. Sexton, K&E team re tax structuring of transactions (.7); review and revise restructuring transactions memorandum (.4).
05/20/25	Matt Advani	0.40	Review and revise emergence checklist re tax matters.
05/20/25	Nicholas Warther	1.60	Review and analyze tax structuring of transactions (.9); review and revise restructuring transaction memorandum re same (.7).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050122371
Matter Number: 58395-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/21/25	Matt Advani	0.60	Telephone conference with A. Sexton, K&E team re tax aspects of securitization (.5); review and revise emergence checklist re tax issues (.1).
05/21/25	Kai Michael Fenty	1.10	Review and revise emergence checklist re tax matters (.7); review, analyze tax deliverables re same (.4).
05/21/25	Anthony Vincenzo Sexton, P.C.	0.80	Telephone conference with N. Warther, K&E team, Company, Company advisors re franchise and tax issues (.6); review, analyze exit and tax structuring materials (.2).
05/21/25	Nicholas Warther	1.30	Telephone conference with N. Warther, K&E team re securitization, tax issues re same (.5); telephone conference with Company, A. Sexton, K&E team re same (.5); review and analyze issues re same (.3).
05/22/25	Matt Advani	0.60	Review and revise contribution and distribution agreements re tax structure (.4); review and revise LLCA re same (.2).
05/22/25	Nicholas Warther	1.30	Review and revise tax structuring summary (.5); review and revise emergence documentation re tax issues (.8).
05/23/25	Kai Michael Fenty	0.50	Review and revise contribution and distribution agreements re tax matters.
05/23/25	Nicholas Warther	0.40	Telephone conference with DLA and B. Nakhaimousa, K&E team re new financials.
05/25/25	Kai Michael Fenty	0.40	Review and revise contribution agreements re tax structuring issues.
05/27/25	Matt Advani	1.40	Review and revise LLC agreements re tax issues (.6); review revise W-9 re same (.2); review and revise emergence checklist re same (.5); review, analyze agency agreement re same (.1).
05/27/25	Kai Michael Fenty	0.20	Review and revise contribution agreement re tax matters.
05/27/25	Nicholas Warther	1.20	Review and revise tax structuring summary (.6); review and revise restructuring transactions memorandum (.6).
05/28/25	Matt Advani	2.70	Review and revise post-emergence structure chart re tax matters (.2); review, revise tax structure slides e governance structuring (2.0); review, revise restructuring transactions memorandum re same (.5).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050122371
Matter Number: 58395-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/28/25	Kai Michael Fenty	1.50	Review, revise tax structure slides and RTM.
05/28/25	Nicholas Warther	0.60	Review and revise credit agreements re tax issues (.3); review and revise structure slides and RTM (.3).
05/29/25	Matt Advani	0.60	Review and analyze tax comments to post-emergence structure chart (.2); review and analyze tax comments purchase agreement (.4).
05/29/25	Kai Michael Fenty	1.00	Review and revise exchange agreements re tax issues.
05/29/25	Anthony Vincenzo Sexton, P.C.	0.40	Review and analyze tax issues re exit documentation.
05/29/25	Nicholas Warther	0.40	Review and revise restructuring transactions memorandum.
05/30/25	Matt Advani	1.20	Telephone conference with M. Levine, K&E team, Company advisors, lender advisors re emergence checklist (.5); review and revise contribution and distribution agreements re tax matters (.7).
05/30/25	Kai Michael Fenty	1.20	Review and revise contribution and distribution agreements re tax issues.
05/31/25	Matt Advani	1.10	Review and revise contribution and distribution agreements re tax matters.
05/31/25	Nicholas Warther	0.20	Review and revise restructuring transactions memorandum.
06/01/25	Matt Advani	0.30	Review and revise purchase agreement re tax issues.
06/02/25	Matt Advani	2.90	Review and revise agency agreement re tax issues (1.3); review and revise post-emergence structure chart re tax structuring (.2); review and restructuring transactions memorandum (1.0); review and revise purchase agreement re tax issues (.4).
06/02/25	Kai Michael Fenty	0.50	Review and revise agency agreement re tax issues.
06/02/25	Nicholas Warther	0.50	Review and revise TSA re tax issues.
Total		79.90	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122372

Client Matter: 58395-19

In the Matter of Case Administration

For legal services rendered through June 2, 2025
(see attached Description of Legal Services for detail)

\$ 93,070.00

Total legal services rendered

\$ 93,070.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050122372
Matter Number: 58395-19

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	0.90	1,065.00	958.50
Ziv Ben-Shahar	1.10	1,195.00	1,314.50
Sloane Bessey	4.20	1,065.00	4,473.00
Julia F. Burnson	8.80	685.00	6,028.00
Caroline Buthe	2.60	880.00	2,288.00
Jacqueline Cloutier	1.90	1,375.00	2,612.50
Aislinn Comiskey	2.40	880.00	2,112.00
James B. Dickson	2.50	1,815.00	4,537.50
Julia Fletcher	1.60	880.00	1,408.00
Rachel Golden	0.50	1,195.00	597.50
Jeffrey Ross Goldfine	3.60	1,745.00	6,282.00
Nicole L. Greenblatt, P.C.	0.50	2,595.00	1,297.50
Derek I. Hunter	1.70	1,735.00	2,949.50
Sarah Jones	1.00	880.00	880.00
Constantina Leodis	0.60	1,195.00	717.00
Maddison Levine	8.50	1,465.00	12,452.50
Drew Maliniak	0.50	1,725.00	862.50
Dominick Vito Manetta	5.10	880.00	4,488.00
Brian Messing	1.40	1,065.00	1,491.00
Adam Mohamed	1.60	1,725.00	2,760.00
Brian Nakhaimousa	9.60	1,465.00	14,064.00
Sarah Osborne	3.30	1,065.00	3,514.50
Joshua Raphael	1.90	1,195.00	2,270.50
Michael A. Sloman	1.60	1,375.00	2,200.00
Josh Sussberg, P.C.	0.50	2,595.00	1,297.50
Luz Tur-Sinai Gozal	1.00	880.00	880.00
Christina Welch	2.60	1,375.00	3,575.00
Quin Wetzel	2.00	1,065.00	2,130.00
Mary Catherine Young	2.20	1,195.00	2,629.00
TOTALS	75.70		\$ 93,070.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050122372
Matter Number: 58395-19

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Jacqueline Cloutier	0.50	Telephone conference with M. Levine, K&E team, Company, Company advisors re case status, open issues.
05/01/25	Jeffrey Ross Goldfine	0.50	Telephone conference with D. Hunter, K&E team, Company, Company advisors re status, open items.
05/01/25	Maddison Levine	0.80	Telephone conference with B. Nakhaimousa, K&E team re work in process (.5); review, analyze summary re same (.3).
05/02/25	Julia F. Burnson	0.50	Compile, analyze recently filed pleadings.
05/05/25	Julia F. Burnson	0.90	Compile, analyze recently filed pleadings (.6); correspond with M. Levine, K&E team re same (.3).
05/05/25	Caroline Buthe	0.20	Telephone conference with M. Levine, K&E team, Alix team, YCST team, Ducera team re case status.
05/05/25	Jacqueline Cloutier	0.40	Telephone conference with M. Levine, K&E team, Company, advisors re case status, open issues.
05/05/25	Aislinn Comiskey	0.20	Conference with M. Levine, K&E team, Alix team, YCST team, Ducera team re work in process (partial).
05/05/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company, advisors re case status, open items.
05/05/25	Maddison Levine	0.50	Telephone conference with B. Nakhaimousa, K&E team, Alix, Ducera, YCST re case status, open items.
05/05/25	Dominick Vito Manetta	0.20	Telephone conference with M. Levine, K&E team, Company advisors re case strategy, next steps (partial).
05/05/25	Quin Wetzel	0.50	Telephone conference with M. Levine, K&E team, Alix team, YCST team, advisors re work in process.
05/06/25	Julia F. Burnson	1.30	Compile, analyze recently filed pleadings.
05/06/25	Jeffrey Ross Goldfine	0.40	Telephone conference with D. Hunter, K&E team, Company, Company advisors re case status and next steps.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050122372
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/06/25	Nicole L. Greenblatt, P.C.	0.50	Telephone conference with M. Levine, K&E team, Company, advisors re case status, open items.
05/06/25	Maddison Levine	0.40	Telephone conference with Company, advisors, B. Nakhaimousa, K&E team re case status, open items.
05/07/25	Michael Beauchamp	0.50	Telephone conference with M. Levine, K&E team re case status, priority issues.
05/07/25	Sloane Bessey	0.50	Telephone conference with M. Levine, K&E team re work in process.
05/07/25	Julia F. Burnson	1.10	Telephone conference with M. Levine, K&E team re work in process (.5); compile, analyze recently filed pleadings (.6).
05/07/25	Caroline Buthe	0.50	Conference with M. Levine, K&E team re case status, work in process.
05/07/25	Aislinn Comiskey	0.50	Conference with M. Levine, K&E team re work in process.
05/07/25	Julia Fletcher	0.50	Conference with M. Levine, K&E team re work in process.
05/07/25	Sarah Jones	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
05/07/25	Maddison Levine	0.80	Telephone conference with B. Nakhaimousa, K&E team re work in process (.5); review, analyze summary re same (.3).
05/07/25	Brian Messing	0.40	Conference with M. Levine, K&E team re work in process.
05/07/25	Brian Nakhaimousa	0.50	Conference with M. Levine, K&E team re work in process, next steps.
05/07/25	Sarah Osborne	0.30	Telephone conference with M. Levine, K&E team re work in process (partial).
05/07/25	Joshua Raphael	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
05/07/25	Michael A. Sloman	0.50	Telephone conference with M. Levine, K&E team re case status, next steps.
05/07/25	Luz Tur-Sinai Gozal	0.50	Conference with M. Levine, K&E team re work in process.
05/07/25	Quin Wetzel	0.50	Telephone conference with M. Levine, K&E team re work in process.
05/07/25	Mary Catherine Young	0.50	Conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050122372
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/08/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company, Company advisors re case status, open items.
05/08/25	Jeffrey Ross Goldfine	0.50	Telephone conference with D. Hunter, K&E team, Company, advisors re case status, open items.
05/08/25	Maddison Levine	0.50	Telephone conference with D. Hunter, K&E team, Company, advisors re case status, open items.
05/08/25	Sarah Osborne	0.50	Telephone conference with, M. Levine, K&E team re work in process.
05/09/25	Ziv Ben-Shahar	0.50	Conference with M. Levine, K&E team re case updates.
05/09/25	Caroline Buthe	0.40	Telephone conference with M. Levine, K&E team re case status.
05/09/25	Aislinn Comiskey	0.40	Conference with M. Levine, K&E team re work in process.
05/09/25	Sarah Jones	0.50	Conference with B. Nakhaimousa, K&E team re work in process.
05/09/25	Maddison Levine	1.10	Telephone conference with B. Nakhaimousa, K&E team re work in process, confirmation tasks (.5); review, revise high priority summary re same (.6).
05/09/25	Dominick Vito Manetta	0.90	Draft work in process summary (.5); telephone conference with M. Levine, K&E team re case strategy, next steps (.4).
05/09/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team re work in process, confirmation workstreams.
05/09/25	Quin Wetzel	0.50	Telephone conference with M. Levine, K&E team re work in process.
05/09/25	Mary Catherine Young	0.50	Conference with M. Levine, K&E team re work in process.
05/12/25	Julia F. Burnson	0.50	Compile, analyze recently filed pleadings.
05/12/25	Caroline Buthe	0.40	Telephone conference with M. Levine, K&E team, YCST team, Alix team, Ducera team re case status.
05/12/25	Aislinn Comiskey	0.40	Conference with M. Levine, K&E team, Alix team, YCST team, Ducera team re work in process.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050122372
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/12/25	Maddison Levine	0.50	Telephone conference with B. Nakhaimousa, K&E team, Company advisors re case status, work in process.
05/12/25	Dominick Vito Manetta	0.70	Review, revise work in process summary (.2); telephone conference with M. Levine, K&E team, Company advisors re case strategy, next steps (.5).
05/12/25	Brian Nakhaimousa	0.50	Conference with M. Levine, K&E team, Company advisors re status, next steps.
05/12/25	Sarah Osborne	0.30	Telephone conference with Ducera, Alix teams, M. Levine, K&E team re case updates.
05/12/25	Michael A. Sloman	0.40	Telephone conference with M. Levine, K&E team, Company advisors re case status, next steps.
05/13/25	Michael Beauchamp	0.40	Telephone conference with M. Levine, K&E team re case status, priority issues.
05/13/25	Ziv Ben-Shahar	0.60	Conference with M. Levine, K&E team re case updates.
05/13/25	Sloane Bessey	0.60	Conference with M. Levine, K&E team re work in process.
05/13/25	Julia F. Burnson	0.90	Telephone conference with M. Levine, K&E team re work in process (.6); correspond with M. Levine re case deadlines (.3).
05/13/25	Caroline Buthe	0.60	Conference with M. Levine, K&E team re case status.
05/13/25	Aislinn Comiskey	0.90	Conference with M. Levine, K&E team re work in process (.6); review, revise summary re same (.3).
05/13/25	Julia Fletcher	0.60	Conference with M. Levine, K&E team re work in process.
05/13/25	Jeffrey Ross Goldfine	0.50	Telephone conference with D. Hunter, K&E team, Company, advisors re case status and next steps.
05/13/25	Maddison Levine	1.60	Telephone conference with B. Nakhaimousa, K&E team re work in process, open items (.6); review, analyze summary re same (.5); telephone conference with Company, advisors, D. Hunter, K&E team re case status, open items (.5).
05/13/25	Dominick Vito Manetta	0.80	Draft work in process summary (.2); telephone conference with M. Levine, K&E team re case strategy, next steps (.6) .

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050122372
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/13/25	Brian Messing	1.00	Conferences with M. Levine, K&E team re work in process, confirmation workstreams.
05/13/25	Brian Nakhaimousa	2.40	Conferences with M. Levine, K&E team re work in process, next steps (2.1); conference with Company, D. Hunter, K&E team, Company advisors re work in process, status, confirmation (.3).
05/13/25	Sarah Osborne	0.70	Telephone conference with M. Levine, K&E team re work in process.
05/13/25	Joshua Raphael	0.60	Telephone conference with M. Levine, K&E team re work in process.
05/13/25	Michael A. Sloman	0.70	Conference with M. Levine, K&E team re case status, next steps.
05/13/25	Mary Catherine Young	0.70	Conference with M. Levine, K&E team re work in process.
05/14/25	Sloane Bessey	1.10	Review, analyze correspondence re work in process (.6); conference with M. Levine, K&E team re same (.5).
05/15/25	Sloane Bessey	0.30	Review, analyze correspondence with B. Nakhaimousa, K&E team re work in process.
05/15/25	Julia F. Burnson	0.20	Compile, analyze recently filed pleadings.
05/15/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company, Company advisors re case status, open items.
05/15/25	Jeffrey Ross Goldfine	0.60	Telephone conference with D. Hunter, K&E team, Company, advisors re case status, open items and Company re same.
05/15/25	Maddison Levine	0.60	Telephone conference with Company, advisors, D. Hunter, K&E team re case status, open items.
05/15/25	Drew Maliniak	0.50	Telephone conference with M. Levine, K&E team, Company, Company advisors re case status, open issues.
05/15/25	Sarah Osborne	0.50	Telephone conference with PH team, M. Levine, K&E team, Company advisors re case update.
05/16/25	Sloane Bessey	0.20	Review, analyze correspondence with M. Levine, K&E team re work in process.
05/16/25	Julia F. Burnson	0.50	Compile, analyze recently filed pleadings.
05/18/25	Sloane Bessey	0.20	Review, analyze correspondence with M. Levine, K&E team, Alix team re work in process.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050122372
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/25	Julia F. Burnson	1.10	Compile, analyze recently filed pleadings.
05/19/25	Josh Sussberg, P.C.	0.20	Correspond and conference with director re case status.
05/20/25	Julia F. Burnson	0.50	Compile, analyze recently filed pleadings.
05/20/25	Jeffrey Ross Goldfine	0.30	Telephone conference with M. Levine, K&E team, Company, advisors re case status and next steps.
05/21/25	Julia F. Burnson	0.30	Compile, analyze recently filed pleadings.
05/22/25	Derek I. Hunter	1.70	Conference with M. Levine, K&E team, Ducera, Alix, Lazard, Paul Hastings re deal status (.5); conference with B. Nakhaimousa, K&E team, Lazard, Ducera, Paul Hastings, Alix, YC re confirmation updates (.4); conference with M. Levine, K&E team re same(.5); conference with M. Levine, K&E team, Company, Ducera, Alix re same (.3).
05/22/25	Brian Nakhaimousa	0.50	Conference with Company, Alix, Ducera, M. Levine, K&E team re status, work in process, next steps.
05/26/25	Josh Sussberg, P.C.	0.30	Conference and correspond with D. Hunter, K&E team re status.
05/27/25	Jacqueline Cloutier	0.50	Telephone conference with M. Levine, K&E team, Company, Company advisors, lender advisors re case status, open items.
05/27/25	Jeffrey Ross Goldfine	0.40	Telephone conference with M. Levine, K&E team, Company, Company advisors re case status and next steps.
05/27/25	Maddison Levine	0.60	Telephone conference with Company, advisors, D. Hunter, K&E team re work in process, open items.
05/27/25	Dominick Vito Manetta	1.50	Correspond with M. Levine, K&E team re work in process (.4); draft summary re case background materials (1.1).
05/27/25	Joshua Raphael	0.30	Conference with Company, M. Levine, K&E team, Company advisors re status.
05/28/25	Sloane Bessey	0.90	Conference with M. Levine, K&E team re work in process (.5); correspond with M. Levine, K&E team re same (.4).
05/28/25	Julia F. Burnson	0.50	Conference with M. Levine, K&E team re work in process.
05/28/25	Caroline Buthe	0.50	Conference with B. Nakhaimousa, K&E team re case status.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050122372
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/28/25	Julia Fletcher	0.50	Conference with M. Levine, K&E team re work in process.
05/28/25	Rachel Golden	0.50	Conference with M. Levine, K&E team re case status, work in process.
05/28/25	Maddison Levine	0.50	Telephone conference with B. Nakhaimousa, K&E team re work in process.
05/28/25	Dominick Vito Manetta	0.50	Conference with M. Levine, K&E team re case strategy, next steps.
05/28/25	Adam Mohamed	0.50	Review, revise ancillary exit loan documents.
05/28/25	Adam Mohamed	0.50	Telephone conference with M. Levine, K&E team, Company, advisors re emergence, case status, open items.
05/28/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team re work in process.
05/28/25	Joshua Raphael	0.50	Conference with M. Levine, K&E team re work in process.
05/28/25	Luz Tur-Sinai Gozal	0.50	Conference with M. Levine, K&E team re work in process.
05/28/25	Christina Welch	1.80	Conference with J. Schlingbaum re agency agreement (.4); review revise same (1.2); review, analyze issues re same (0.2).
05/28/25	Mary Catherine Young	0.50	Conference with M. Levine, K&E team re work in process.
05/29/25	Jacqueline Cloutier	0.50	Telephone conference with M. Levine, K&E team, Company, Company advisors re case status, open items.
05/29/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company, Company advisors re emergence, case status, open items.
05/29/25	Jeffrey Ross Goldfine	0.40	Telephone conference with M. Levine, K&E team, Company, Company advisors re cases and next steps..
05/29/25	Constantina Leodis	0.60	Telephone conference with M. Levine, K&E team, Company, Company advisors re emergence, case status, open items.
05/29/25	Maddison Levine	0.60	Telephone conference with Company, advisors, D. Hunter, K&E team re case status, open items.
05/29/25	Adam Mohamed	0.60	Telephone conference with M. Levine, K&E team, Company, Company advisors re emergence, case status, open items.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050122372
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/25	Sloane Bessey	0.20	Review, analyze correspondence with M. Levine, K&E team re work in process.
05/30/25	Julia F. Burnson	0.50	Compile, analyze recently filed pleadings.
06/01/25	Brian Nakhaimousa	4.00	Conferences with DLA re Buddy's audit, FDD, next steps (1.0); correspond with M. Levine, K&E team re confirmation order (.5); correspond with Sewkis re DIP (.6); conferences with PH re same (.4); correspond with M. Levine, K&E team re emergence matters, next steps (.4); correspond with Citi, FRG re professional fee escrow account (.3); prepare documentation re same (.4); correspond with counsel to Pentex, M. Levine, K&E team, GRSM re Buddy's (.4).
06/02/25	Sloane Bessey	0.20	Review, analyze correspondence from M. Levine, K&E team re work in process.
06/02/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company, advisors re case status, open items.
06/02/25	Dominick Vito Manetta	0.50	Telephone conference with M. Levine, K&E team, Company advisors re case strategy, next steps.
06/02/25	Brian Nakhaimousa	1.20	Conference with Company, M. Levine, K&E team, Company advisors re status, next steps re emergence (.5); conference with M. Levine re work in process, next steps (.7).
06/02/25	Brian Nakhaimousa	0.50	Conference with DLA, Deloitte, FRG, M. Levine re Buddy's audit, next steps.
06/02/25	Christina Welch	0.80	Review, revise agency agreement (.7); review, analyze issues re same (.1).
06/02/25	Quin Wetzel	0.50	Telephone conference with M. Levine, K&E team, Company advisors re work in process.
Total		75.70	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122373

Client Matter: 58395-20

In the Matter of Retention – K&E

For legal services rendered through June 2, 2025
(see attached Description of Legal Services for detail)

\$ 98,811.00

Total legal services rendered

\$ 98,811.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050122373
Matter Number: 58395-20

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ziv Ben-Shahar	4.30	1,195.00	5,138.50
Sloane Bessey	3.20	1,065.00	3,408.00
Caroline Buthe	9.00	880.00	7,920.00
Aislinn Comiskey	7.60	880.00	6,688.00
Julia Fletcher	2.40	880.00	2,112.00
Rachel Golden	0.60	1,195.00	717.00
Susan D. Golden	2.60	1,795.00	4,667.00
Maddison Levine	4.40	1,465.00	6,446.00
Dominick Vito Manetta	13.20	880.00	11,616.00
Brian Nakhaimousa	13.90	1,465.00	20,363.50
Sarah Osborne	2.90	1,065.00	3,088.50
Joshua Raphael	3.40	1,195.00	4,063.00
Michael A. Sloman	1.70	1,375.00	2,337.50
Quin Wetzel	13.40	1,065.00	14,271.00
Mary Catherine Young	5.00	1,195.00	5,975.00
TOTALS	87.60		\$ 98,811.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050122373
Matter Number: 58395-20

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Dominick Vito Manetta	0.50	Review, revise K&E invoice re privilege and confidentiality considerations.
05/01/25	Quin Wetzel	1.10	Review, analyze weekly fee estimates (.6); correspond with B. Nakhaimousa re same (.3); correspond with D. Hunter re same (.2).
05/04/25	Dominick Vito Manetta	2.30	Review, revise K&E invoice re privilege and confidentiality considerations.
05/05/25	Dominick Vito Manetta	3.40	Review, revise K&E invoice re privilege and confidentiality considerations.
05/06/25	Susan D. Golden	0.30	Correspond with M. Sloman, M. Levine re K&E retention materials per U.S. Trustee inquiry.
05/07/25	Michael A. Sloman	0.50	Review, revise K&E invoice re privilege and confidentiality.
05/08/25	Mary Catherine Young	1.80	Review, revise K&E invoice re privilege, confidentiality considerations.
05/09/25	Ziv Ben-Shahar	4.30	Review, revise K&E invoice re privilege and confidentiality.
05/09/25	Michael A. Sloman	1.20	Review, revise K&E invoice re privilege and confidentiality.
05/09/25	Mary Catherine Young	3.20	Review, revise K&E invoice re privilege, confidentiality.
05/12/25	Joshua Raphael	0.60	Review, analyze K&E invoice re privilege, confidentiality.
05/13/25	Joshua Raphael	2.80	Review, analyze K&E invoice re privilege, confidentiality.
05/18/25	Brian Nakhaimousa	3.90	Review, revise K&E invoice re privilege, confidentiality.
05/21/25	Quin Wetzel	0.50	Review, analyze weekly fee estimates (.3); correspond with B. Nakhaimousa, D. Hunter re same (.2).
05/22/25	Quin Wetzel	1.30	Draft escrow agreement (1.1); correspond with M. Levine re same (.2).
05/23/25	Caroline Buthe	1.10	Review, revise K&E invoice re privilege and confidentiality considerations.
05/23/25	Brian Nakhaimousa	3.70	Review, revise K&E invoice re privilege, confidentiality.
05/26/25	Brian Nakhaimousa	5.00	Review, revise K&E invoice re privilege, confidentiality.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050122373
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/27/25	Sloane Bessey	1.10	Review, revise K&E invoice re privilege and confidentiality considerations.
05/27/25	Caroline Buthe	2.80	Draft certificate of no objection re monthly fee application (.4); correspond with M. Levine, R. Golden, YCST team re same (.1); review, revise K&E invoice re privilege and confidentiality considerations (2.3).
05/27/25	Aislinn Comiskey	5.60	Review, revise K&E invoice re privilege and confidentiality considerations.
05/27/25	Julia Fletcher	2.40	Review, revise K&E invoices re privilege and confidentiality considerations.
05/27/25	Rachel Golden	0.60	Review, revise certificate of no objection re K&E fee statement (.4); correspond with C. Buthe re same (.2).
05/27/25	Maddison Levine	0.30	Review, revise CNO re K&E fee statement (.2); correspond with C. Buthe re same (.1).
05/27/25	Dominick Vito Manetta	2.10	Review, revise K&E invoice re privilege and confidentiality considerations.
05/27/25	Brian Nakhaimousa	1.30	Review, revise K&E invoice re privilege, confidentiality.
05/27/25	Quin Wetzel	3.90	Research precedent escrow agreements (.9); correspond with J. Fletcher re same (.2); review, revise K&E invoice re privilege, confidentiality (2.3); review, revise escrow agreement (.5).
05/28/25	Caroline Buthe	4.40	Review, revise K&E invoice re privilege and confidentiality considerations.
05/28/25	Aislinn Comiskey	2.00	Review, revise K&E invoice re privilege and confidentiality considerations.
05/28/25	Dominick Vito Manetta	2.10	Review, revise K&E invoice re privilege and confidentiality considerations.
05/28/25	Sarah Osborne	2.90	Review, revise K&E invoice re privilege and confidentiality considerations.
05/28/25	Quin Wetzel	1.40	Review, revise CIBC escrow agreement.
05/29/25	Dominick Vito Manetta	2.80	Review, revise K&E invoice re privilege and confidentiality considerations.
05/29/25	Quin Wetzel	3.70	Review, revise professional fee escrow account agreement (3); correspond with B. Nakhaimousa re same (.7).

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Retention – K&E

Invoice Number: 1050122373
 Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/25	Sloane Bessey	1.30	Review, revise escrow agreement (.8); correspond with S. Golden, K&E team re same (.2); correspond with B. Nakhaimousa, K&E team, Citi team re same (.3).
05/30/25	Caroline Buthe	0.70	Review, revise K&E invoice re privilege and confidentiality considerations.
05/31/25	Sloane Bessey	0.50	Review, revise escrow agreement.
06/01/25	Maddison Levine	4.10	Review, revise K&E invoice re privilege, confidentiality (3.8); correspond with B. Nakhaimousa re same (.3).
06/02/25	Sloane Bessey	0.30	Correspond with Q. Wetzel re escrow agreement.
06/02/25	Susan D. Golden	2.30	Review, revise K&E invoice re privilege, confidentiality.
06/02/25	Quin Wetzel	1.50	Review, revise professional fee escrow agreement (.9); correspond with B. Nakhaimousa, Citibank re same (.6).
Total		87.60	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122374
Client Matter: 58395-21

In the Matter of Retention – Non-K&E

For legal services rendered through June 2, 2025
(see attached Description of Legal Services for detail)

\$ 10,353.50

Total legal services rendered

\$ 10,353.50

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Retention – Non-K&E

Invoice Number: 1050122374
 Matter Number: 58395-21

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Sloane Bessey	2.10	1,065.00	2,236.50
Caroline Buthe	5.30	880.00	4,664.00
Maddison Levine	1.90	1,465.00	2,783.50
Joshua Raphael	0.10	1,195.00	119.50
Michael A. Sloman	0.40	1,375.00	550.00
TOTALS	9.80		\$ 10,353.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050122374
Matter Number: 58395-21

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Sloane Bessey	0.50	Correspond with OCP declarant re OCP declaration (.2); correspond with J. Raphael, K&E team, YCST team re OCP declarations (.3).
05/01/25	Maddison Levine	0.50	Review, analyze Lazard engagement letter amendment (.3); correspond with PH, Company re same (.2).
05/02/25	Caroline Buthe	1.10	Review, revise Ducera fee application (.9); correspond with M. Sloman re same (.1); correspond with YCST team re same (.1).
05/05/25	Sloane Bessey	0.30	Review, revise OCP declaration and supplemental OCP notice.
05/05/25	Joshua Raphael	0.10	Review, analyze supplemental OCP notice.
05/07/25	Caroline Buthe	0.30	Review, revise Alix staffing report (.2); review, revise notice re same (.1); correspond with YCST team re same.
05/08/25	Maddison Levine	0.30	Review, analyze OCP order re caps (.2); correspond with J. Raphael, Alix re same (.1).
05/15/25	Caroline Buthe	0.50	Review, revise EY fee application (.3); correspond with M. Sloman re same (.1); correspond with YCST team re same (.1).
05/16/25	Caroline Buthe	0.10	Correspond with M. Sloman re EY fee application.
05/19/25	Caroline Buthe	0.10	Correspond with YCST team re Deloitte monthly fee statement.
05/20/25	Caroline Buthe	0.50	Review, revise Deloitte monthly fee statement (.4); correspond with M. Sloman, YCST team re same (.1).
05/20/25	Maddison Levine	0.40	Correspond with non-K&E professionals re fee applications (.2); review, analyze plan re same, timing (.2).
05/21/25	Caroline Buthe	2.00	Review, revise EY fee statement (.2); correspond with M. Sloman re same (.1); correspond with YCST team re same (.1); review, revise PKB fee statement (.8); telephone conference with M. Sloman re same (.1); telephone conference with YCST team re same (.1); correspond with YC team re same (.1). review, revise Deloitte fee statement (.4); correspond with YCST team re same (.1).

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Retention – Non-K&E

Invoice Number: 1050122374
 Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/21/25	Michael A. Sloman	0.40	Review, revise EY, PKB fee statements.
05/27/25	Sloane Bessey	0.10	Review, analyze OCP declaration.
05/29/25	Sloane Bessey	0.70	Review, revise OCP report (.5); correspond with J. Raphael re OCP report (.2).
05/29/25	Caroline Buthe	0.70	Review, revise Alix staffing report (.2); correspond with R. Golden, YCST team re same (.1); review, revise fee examiner report (.3); correspond with R. Golden, YCST team re same (.1).
05/29/25	Maddison Levine	0.70	Review, analyze Ducera engagement letter (.3); correspond with Company re same (.2); correspond and conference with PH re same (.2).
05/30/25	Sloane Bessey	0.30	Correspond with J. Raphael, K&E team, YCST team re quarterly OCP report.
06/01/25	Sloane Bessey	0.20	Correspond with G. Cheema re OCP order requirements.
Total		9.80	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122375
Client Matter: 58395-22

In the Matter of Vendor Matters

For legal services rendered through June 2, 2025
(see attached Description of Legal Services for detail)

\$ 745.50

Total legal services rendered

\$ 745.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050122375
Matter Number: 58395-22

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Sarah Osborne	0.70	1,065.00	745.50
TOTALS	0.70		\$ 745.50

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Vendor Matters

Invoice Number: 1050122375
 Matter Number: 58395-22

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Sarah Osborne	0.40	Telephone conference with M. Young, K&E team, YCST team, Company re vendor matters.
05/06/25	Sarah Osborne	0.30	Telephone conference with Company, M. Young, K&E team, YCST team re vendor matters.
Total		0.70	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122376
Client Matter: 58395-23

In the Matter of Litigation

For legal services rendered through June 2, 2025
(see attached Description of Legal Services for detail)

\$ 721,732.50

Total legal services rendered

\$ 721,732.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050122376
Matter Number: 58395-23

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Angarola	86.20	865.00	74,563.00
Bill Arnault, P.C.	81.90	2,015.00	165,028.50
Danny Brown	21.30	1,185.00	25,240.50
Caroline Buthe	0.50	880.00	440.00
Uzo Dike	9.00	705.00	6,345.00
Jeffrey Ross Goldfine	23.70	1,745.00	41,356.50
Nicole L. Greenblatt, P.C.	0.50	2,595.00	1,297.50
Shayne Henry	115.10	1,695.00	195,094.50
George W. Hicks Jr., P.C.	2.00	2,125.00	4,250.00
Henry Huang	2.20	625.00	1,375.00
Joshua King	27.40	595.00	16,303.00
Maddison Levine	3.80	1,465.00	5,567.00
Melanie MacKay	63.20	1,695.00	107,124.00
Mark McKane, P.C.	1.30	2,265.00	2,944.50
Sarah Osborne	1.70	1,065.00	1,810.50
Armando L. Prather	45.90	1,185.00	54,391.50
Eric J. Tarosky	16.00	1,025.00	16,400.00
Amber L. Whipkey	1.70	1,295.00	2,201.50
TOTALS	503.40		\$ 721,732.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050122376
Matter Number: 58395-23

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Michael Angarola	2.80	Conference with S. Henry re the Kopa declaration (.3); draft and revise the Kopa declaration in support of confirmation of the plan (2.5).
05/01/25	Bill Arnault, P.C.	1.50	Conference with M. Levine, K&E team, PH re next steps (.3); review litigation trust agreement (.8); prepare for confirmation hearing (.4).
05/01/25	Jeffrey Ross Goldfine	3.20	Prepare for sale hearing.
05/01/25	Nicole L. Greenblatt, P.C.	0.50	Review and analyze correspondence from M. Levine, K&E team re SEC request for reports.
05/01/25	Shayne Henry	1.60	Conference with M. Angarola re Kopa declaration and examination (.3); prepare for same (.2); review liquidation analysis direct examination precedent and correspond with M. Angarola re same (.3); correspond with Akin and Petrillo counsel re document collection parameters (.3); correspond with M. Angarola re confirmation evidence (.5).
05/01/25	Maddison Levine	0.40	Review, revise notice of removal extension motion (.2); correspond with YCST re same (.2).
05/01/25	Melanie MacKay	0.20	Correspond with M. Levine, K&E team document production issues.
05/01/25	Melanie MacKay	0.40	Review, analyze transcripts of consensual confirmation hearings.
05/01/25	Melanie MacKay	0.60	Correspond with J. Goldfine, K&E team discovery, document production.
05/01/25	Sarah Osborne	1.70	Review, revise motion to remove litigation (1.3); draft notice re same (.4).
05/01/25	Eric J. Tarosky	3.90	Review, analyze declarations of Grubb and Orlofsky (1.7); draft direct and cross examination outlines re same (2.2).
05/01/25	Amber L. Whipkey	0.30	Conference with M. Levine, K&E team re U.S. Trustee correspondence.
05/02/25	Michael Angarola	2.50	Revise Kopa Declaration re updated settlement terms.
05/02/25	Michael Angarola	2.70	Draft outline for J. Kopa direct examination at confirmation hearing.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050122376
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/02/25	Danny Brown	2.30	Review and analyze materials relevant to Grubb declaration (1.8); draft outline re Grubb declaration (.5).
05/02/25	Uzo Dike	1.50	Cite/fact check draft Kopa declaration for completeness (1.1); prepare exhibits in support of same (.3); conference with M. Angarola re same (.1).
05/02/25	Jeffrey Ross Goldfine	1.20	Prepare for sale hearing.
05/02/25	Shayne Henry	0.30	Correspond with M. Angarola re Kopa declaration.
05/02/25	Eric J. Tarosky	4.50	Draft direct and cross examination outline for C. Grubb based on filed declaration.
05/03/25	Eric J. Tarosky	2.30	Draft direct and cross examination outline for C. Grubb based on filed declaration.
05/04/25	Eric J. Tarosky	5.30	Draft direct and cross examination outline for C. Grubb based on filed declaration.
05/05/25	Michael Angarola	4.50	Draft Kopa direct outline (2.1); draft Kopa direct outline slide deck (2.4).
05/05/25	Bill Arnault, P.C.	3.80	Conference with Company re document collection (.5); prepare for same (.6); review and respond to correspondence re same and outline next steps (1.1); conference with Akin re confirmation (.2); review declarations in support of confirmation and supporting evidence (1.4).
05/05/25	Danny Brown	5.80	Draft C. Grubb declaration in support of plan.
05/05/25	Jeffrey Ross Goldfine	1.40	Conference with C. Grubb re sale hearing (.3); conference with D. Orlofsky re same (.3); prepare for sale hearing (.8).
05/05/25	Shayne Henry	6.70	Conference with B. Arnault re litigation trust agreement (.5); analyze issues, document summaries re Petrillo investigations (3.6); review and revise Kopa confirmation declaration (2.2); revise Orlofsky confirmation declaration (.4).
05/05/25	Melanie MacKay	0.40	Review, analyze confidentiality order in Gale litigation re privilege issues.
05/05/25	Melanie MacKay	0.40	Conference with M. Levine, K&E team re litigation trust agreement.
05/05/25	Melanie MacKay	0.50	Conference with P. Reytan and discovery team re production of Laurence custodial material.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050122376
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/25	Amber L. Whipkey	0.40	Analyze issues re U.S. Trustee response.
05/06/25	Michael Angarola	3.30	Draft J. Kopa direct outline and slide deck for upcoming confirmation hearing (1.6); revise Kopa Declaration (1.7).
05/06/25	Bill Arnault, P.C.	0.20	Conference with J. Klein re request for disclosure of report (.1); prepare for same (.1).
05/06/25	Bill Arnault, P.C.	1.80	Conference Company re SEC communications (.3); prepare for same (.3); review discovery search parameters (.4); review update re same (.2); review and revise C. Grubb declaration (.4); prepare for confirmation hearing (.2).
05/06/25	Danny Brown	2.10	Conference with M. MacKay re valuation (.3); revise C. Grubb declaration (.8); draft direct examination outline for C. Grubb (1.0).
05/06/25	Jeffrey Ross Goldfine	0.70	Conference with Company, and B. Arnault re SEC communications (.4); conference with J. Klein and B. Arnault re evidence for confirmation hearing (.3).
05/06/25	Shayne Henry	4.80	Conference with J. Klein re Kopa declaration in support of confirmation (.4); analyze issues, document summaries re Petrillo investigations (3.2); review and revise Kopa declaration (1.0); attention to production of documents to U.S. Trustee (.2).
05/06/25	Melanie MacKay	4.50	Draft and revise Grubb's declaration in support of plan confirmation.
05/06/25	Melanie MacKay	0.20	Finalize production of custodial documents.
05/06/25	Melanie MacKay	1.90	Review, analyze valuation analysis (.6); revise Grubb declaration to reflect the same (1.0); conference with D. Brown, K&E team re same (.3).
05/06/25	Mark McKane, P.C.	1.00	Analyze SEC communications (.4); direct K&E team re HoldCo and TopCo/OpCo director declarations in support of confirmation in light of sale (.6).
05/06/25	Amber L. Whipkey	0.50	Conference with M. Levine, K&E team re protective order.
05/07/25	Michael Angarola	1.40	Correspond with S. Henry re Kopa Declaration (.6); revise Kopa declaration and compile exhibits (.8).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050122376
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/07/25	Bill Arnault, P.C.	0.90	Review and revise litigation trust agreement (.6); prepare for confirmation hearing (.3).
05/07/25	Danny Brown	4.00	Conference with M. MacKay re revisions to declaration and direct examination outline (.2); conference with B. Nakhaimousa and M. Levine re revisions to C. Grubb declaration (.3); draft revisions to C. Grubb declaration (1.1); draft C. Grubb direct examination outline (2.4).
05/07/25	Uzo Dike	1.20	Prepare revised exhibits for draft Kopa declaration (1.0); conference with M. Angarola re same (.2).
05/07/25	Jeffrey Ross Goldfine	0.40	Conference with Company, C. Grubb, B. Nakhaimousa, and K&E team re Buddy's issues.
05/07/25	Shayne Henry	1.40	Coordinate production of documents to U.S. Trustee (.2); review and revise confirmation declarations (1.2).
05/07/25	Melanie MacKay	0.80	Conference with D. Brown, M. Levine and B. Nakhaimousa re revisions to Grubb declaration.
05/08/25	Michael Angarola	0.10	Draft direct outline for J. Kopa testimony at confirmation hearing.
05/08/25	Bill Arnault, P.C.	1.30	Review and analyze Kahn objection (.6); prepare for confirmation hearing (.7).
05/08/25	Jeffrey Ross Goldfine	0.90	Review and analyze Kahn objection.
05/08/25	Shayne Henry	1.20	Revise confirmation declarations.
05/08/25	Melanie MacKay	0.30	Review Kahn's objection to confirmation.
05/08/25	Melanie MacKay	1.60	Revise Grubb declaration.
05/08/25	Melanie MacKay	5.70	Draft and revise mock direct examination of C. Grubb.
05/09/25	Michael Angarola	2.50	Draft direct outline for J. Kopa testimony at confirmation hearing.
05/09/25	Bill Arnault, P.C.	1.90	Conference with J. Kopa re liquidation analysis (.3); conference with M. Levine, K&E team re same (.4); correspond with M. Levine, K&E team re same (.3); analyze issues for confirmation (.9).
05/09/25	Jeffrey Ross Goldfine	0.40	Conference with B. Arnault, K&E team re Kahn objection.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Litigation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/25	Shayne Henry	4.20	Conference with M. McKane re Kahn objection (.5); conference with J. Kopa re liquidation analysis (.5); review, revise of direct examination outline drafts for confirmation witnesses (.9); correspond with B. Arnault re Kopa declaration (.3); revise confirmation declarations (.8); correspond with B. Arnault re litigation trust agreement and investigations' document collection (.2); review confirmation and objections briefing (1).
05/09/25	Melanie MacKay	1.30	Revise mock direct examination of C. Grubb.
05/10/25	Shayne Henry	1.50	Review Orlofsky declaration and related documents.
05/11/25	Michael Angarola	7.00	Analyze objection of B. Kahn to confirmation plan (2.8); revise to J. Kopa declaration re same (4.2).
05/11/25	Bill Arnault, P.C.	1.70	Conference with D. Fliman re confirmation hearing (.2); conference with J. Klein re same (.2); prepare for confirmation hearing and evidence re same (1.3).
05/12/25	Michael Angarola	4.10	Revise Kopa declaration (2.0); review, analyze liquidation analysis at each Debtor (2.1).
05/12/25	Bill Arnault, P.C.	5.80	Review and revise declaration re investigation, settlement, and releases (1.9); review and revise confirmation brief (2.1); conference with J. Kopa re declaration (.2); review and revise J. Kopa declaration (.8); review and revise D. Orlofsky declaration (.8).
05/12/25	Jeffrey Ross Goldfine	1.10	Conference with B. Nakhaimousa, K&E team re BMH objection (.8); conference with J. Kopa re declaration (.3).
05/12/25	Shayne Henry	6.80	Conference with J. Kopa re liquidation analysis and confirmation declaration (.3); analyze issues re same (.7); conference with A. Prather re Orlofsky declaration (.5); review and revise witness declarations (3.7); correspond with J. Goldfine, K&E team re litigation strategy (1.3); analyze issues re vendor invoices (.3).
05/12/25	Melanie MacKay	0.10	Conference with C. Grubb and J. Goldfine re confirmation hearing.

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Franchise Group Inc.
Litigation

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05/12/25	Melanie MacKay	0.90	Review and analyze Grubb report.
05/12/25	Armando L. Prather	5.90	Draft materials re preparation of D. Orlofsky for Confirmation Hearing testimony.
05/13/25	Michael Angarola	0.70	Draft J. Kopa direct examination outline for testimony at confirmation hearing.
05/13/25	Michael Angarola	2.00	Revise Kopa declaration.
05/13/25	Michael Angarola	1.00	Draft Kopa direct outline for confirmation hearing.
05/13/25	Bill Arnault, P.C.	8.10	Conference with consenting stakeholders re confirmation (.5); conference with Petrillo re same (.2); review and revise declarations in support of confirmation (3.3); review and revise confirmation brief (2.6); prepare for confirmation hearing (1.5).
05/13/25	Jeffrey Ross Goldfine	0.20	Conference with B. Arnault and J. Klein re affidavit for confirmation.
05/13/25	Shayne Henry	11.70	Conference with settlement parties re confirmation (.5); conference with J. Klein re confirmation hearing (.5); review and revise declarations in support of confirmation (5.2); correspond with M. Levine, K&E team re liquidation analysis (2.2); circulate draft declarations to stakeholders (.3); correspond with B. Arnault and PH re declarations (.6); review and revise confirmation brief (2); further correspond with M. Levine re same (.4).
05/13/25	Melanie MacKay	1.70	Updated mock direct to reflect revisions to declaration.
05/13/25	Melanie MacKay	0.20	Conference with Petrillo re draft declaration.
05/13/25	Melanie MacKay	0.20	Review and revise voting declaration.
05/13/25	Melanie MacKay	0.70	Revise Grubb declaration.
05/13/25	Melanie MacKay	0.60	Conference with W&C re confirmation hearing.
05/13/25	Melanie MacKay	4.50	Revise Grubb declaration.
05/13/25	Melanie MacKay	0.40	Conference with M. Levine and B. Nakhaimousa re Grubb declaration.
05/13/25	Armando L. Prather	4.70	Prepare for Confirmation Hearing testimony and preparation of D. Orlofsky.
05/14/25	Michael Angarola	2.10	Draft direct outline for J. Kopa (1.5); draft slide deck demonstrative to accompany J. Kopa direct testimony (.6).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Litigation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/14/25	Michael Angarola	4.90	Analyze issues re Kopa declaration (2.0); revise same (2.9).
05/14/25	Bill Arnault, P.C.	8.70	Conference with J. Kopa re liquidation analysis (.5); conference with M. McKane and S. Henry re confirmation hearing litigation (.4); review confirmation brief (1.1); review and revise declarations in support of confirmation brief (2.2); prepare for prep session of C. Meyer (1.9); prepare for confirmation hearing (draft topics, evidentiary points, witnesses and witness and exhibit list) (2.6).
05/14/25	Jeffrey Ross Goldfine	4.50	Conferences with M. McKane, B. Arnault, and S. Henry re confirmation prep (.6); review and analyze confirmation filings (3.9).
05/14/25	Shayne Henry	11.40	Conference with J. Kopa re liquidation analysis (.9); conference with M. McKane re confirmation planning (.8); review and revise confirmation declarations and related documents (4.5); prepare for confirmation hearing (3.3); correspond with PH re liquidation analysis (.3); correspond with M. Levine, K&E team re confirmation brief (.8); correspond and conference with M. MacKay re witness allocation and hearing preparations (.8).
05/14/25	Melanie MacKay	1.40	Prepare trial preparation outline for Grubb.
05/14/25	Melanie MacKay	0.10	Conference with B. Arnault re exhibits.
05/14/25	Melanie MacKay	0.20	Conference with D. Brown re mock direct examination of C. Johnson.
05/14/25	Melanie MacKay	3.30	Draft trial preparation outline and mock direct for C. Johnson.
05/14/25	Melanie MacKay	1.80	Conference with B. Arnault, K&E team re witness and exhibit list (.4); review, analyze pleadings and potential exhibits for inclusion re same (1.4).
05/14/25	Melanie MacKay	0.20	Analyze issues re production of custodial documents.
05/14/25	Melanie MacKay	0.30	Conference with Ducera re potential exhibit to accompany Grubb's testimony.
05/14/25	Armando L. Prather	5.00	Prepare for confirmation hearing testimony (2.0); witness preparation of D. Orlofsky (3.0).

Legal Services for the Period Ending June 2, 2025
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/25	Michael Angarola	7.40	Conference with M. Mackay to discuss witness/exhibit list project (.5); conference with B. Arnault to discuss preparation of witness C. Meyer (.3); draft witness and exhibit list for upcoming confirmation hearing (3.2); analyze docket re exhibit list (3.4).
05/15/25	Bill Arnault, P.C.	8.30	Conference with M. Angarola re witness prep (.3); conference with A. Prather re witness prep (.2); conference with D. Hunter re hearing (.1); conference with M. McKay, S. Henry, and M. Angarola re witness and exhibit list (.2); prepare for deposition prep of C. Meyer by reviewing pleadings, drafting outline, and outlining direct examination (3.6); outline key talking points for hearing re same (1.8); prepare for witness prep of D. Orlofsky (1.7); review liquidation analysis arguments (.4).
05/15/25	Danny Brown	6.40	Draft outline of direct examination of C. Johnson.
05/15/25	Uzo Dike	5.70	Prepare binder set of materials for use at confirmation hearing (1.5); prepare initial draft of Debtors' witness and exhibit list for confirmation hearing (1.1); assemble ECF documents/filings re same (1.2); conference with M. Angarola re same (.3); conference with J. King re confirmation hearing assignments (.3); assist team with preparation for plan Confirmation hearing (1.3).
05/15/25	Shayne Henry	10.30	Conference with B. Arnault re confirmation exhibits (.5); review, analyze witness and exhibit list (2.8); prepare for confirmation hearing (3.3); correspond with J. Kopa re confirmation and liquidation analysis issues (.4); draft responses re document production requests (1.6); coordinate pro hac vice applications (.4); correspond with B. Sullivan re vendor invoices (.3); conference and correspond with M. McKay, K&E team re litigation strategy (1.0).
05/15/25	Henry Huang	0.50	Correspond with S. Henry re production status (.3); review and analyze production tracker (.2).

Legal Services for the Period Ending June 2, 2025
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Litigation

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/25	Joshua King	1.00	Conference with U. Dike re final hearing, exhibit list and pending assignments re the same (.3); review draft exhibit list and corresponding documents (.7).
05/15/25	Melanie MacKay	0.60	Summarize collection materials and conference with S. Henry re the same.
05/15/25	Melanie MacKay	0.30	Conference with Ducera team and B. Nakhaimousa re potential exhibit for use during Grubb's direct examination.
05/15/25	Melanie MacKay	2.10	Draft hearing preparation materials for C. Johnson.
05/15/25	Melanie MacKay	3.40	Review, revise and draft mock direct examination of C. Johnson (3.1); conference with D. Brown re the same (.3).
05/15/25	Melanie MacKay	0.20	Conference with YC re hearing preparation.
05/15/25	Armando L. Prather	5.30	Prepare for confirmation hearing testimony and preparation of D. Orlofsky.
05/16/25	Michael Angarola	1.80	Conference with director re confirmation hearing testimony.
05/16/25	Michael Angarola	13.10	Review, analyze confirmation declaration re testimony preparation (2.0); draft director testimony preparation outline (2.0); draft direct examination outline (3.0); conference with M. MacKay, K&E team re confirmation hearing witness, exhibit list (.5); conference with M. MacKay, K&E team re confirmation hearing preparation (.5); compile, manage documents re witness, exhibit list (1.0); review, revise witness, exhibit list (2.0); review, analyze opposing party's witness, exhibit list (.5); correspond with J. King re witness, exhibit list, related preparations (.3); correspond with M. MacKay, K&E team re same (.4); correspond with YCST re filing of same (.3); correspond with J. King, M. Levine re same (.6).

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Invoice Number: 1050122376
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/16/25	Bill Arnault, P.C.	9.80	Participate in director preparation session re confirmation hearing testimony (1.0); prepare for same (2.1); conference with M. Angarola, K&E team re witness, exhibit list (.3); review, analyze objections re confirmation (1.4); review, revise witness, exhibit list (.6); review, analyze stakeholder discovery requests (.6); draft correspondence re same (.6); review, analyze litigation trust agreement (.3); prepare for confirmation hearing (2.9).
05/16/25	Danny Brown	0.70	Conference with Ducera re preparation for direct examination (.5); prepare for same (.2).
05/16/25	Caroline Buthe	0.50	Draft certificate of no objection re removal action motion (.4); correspond with YCST, M. Levine re same (.1).
05/16/25	Shayne Henry	12.00	Conference with M. Angarola re confirmation witness, exhibit list (.4); prepare for same (.1); conference with J. King re confirmation exhibits (.3); prepare for same (.2); correspond with M. Angarola re confirmation evidence (1.0); prepare for confirmation hearing (4.3); review, analyze documents re stakeholder document requests (3.2); prepare for stakeholder deposition (.5); compile, manage witness binders (1.0); compile, manage confirmation exhibits (1.0).
05/16/25	Henry Huang	1.70	Correspond with KLD re document production (1.1); correspond with S. Henry, A. Whipkey re same (.6).
05/16/25	Joshua King	8.10	Review, revise witness, exhibit list (3.3); conference with M. Angarola re confirmation hearing, related preparations (.5); research re witness, exhibit list (2.8); review, revise notice of deposition (.2); correspond with court reporting services re same (.2); draft correspondence to opposing counsel re production of documents (.3); draft document indexes re witness, exhibit list (.5); conference with U. Dike re confirmation document status (.3).
05/16/25	Melanie MacKay	0.20	Conference with YCST re confirmation hearing preparation.
05/16/25	Melanie MacKay	0.90	Review, revise confirmation materials (.8); correspond with J. King, K&E team re same (.1).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050122376
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/16/25	Melanie MacKay	1.00	Conference with Ducera, D. Brown re potential hearing testimony, mock direct examination.
05/16/25	Melanie MacKay	0.80	Revise confirmation preparation materials, mock direct examination.
05/16/25	Melanie MacKay	0.60	Conference with B. Arnault, K&E team re production of documents to opposing party.
05/16/25	Melanie MacKay	0.40	Conference with S. Henry, B. Arnault re preparation for confirmation hearing, related strategy.
05/16/25	Melanie MacKay	0.30	Review, analyze opposing party's witness, exhibit list (.2); conference with M. Angarola, K&E team re same (.1).
05/16/25	Melanie MacKay	0.40	Prepare for conference with Ducera re confirmation preparation.
05/16/25	Melanie MacKay	0.40	Review, analyze confirmation declaration, related objection.
05/16/25	Melanie MacKay	0.60	Revise direct examination outline re confirmation hearing.
05/16/25	Melanie MacKay	0.60	Review, revise draft witness, exhibit list (.3), conference with M. Angarola, K&E team re same (.3).
05/16/25	Melanie MacKay	0.10	Conference with B. Arnault, K&E team re litigation trust agreement.
05/16/25	Melanie MacKay	0.10	Conference with B. Arnault, K&E team re deposition, trial subpoena of opposing party.
05/16/25	Armando L. Prather	10.90	Prepare for confirmation hearing (3.9); review, analyze confirmation pleadings re same (2.4); review, analyze witness, exhibit list re same (.7); conference with Alix re confirmation hearing preparation (3.9).
05/16/25	Amber L. Whipkey	0.50	Correspond with H. Huang, K&E team re document production, related strategy.
05/17/25	Michael Angarola	4.70	Draft director direct examination outline.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050122376
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/17/25	Bill Arnault, P.C.	8.70	Draft, revise director direct examination (2.4); prepare for director preparation session (1.3); draft, revise preparation outline for confirmation witness (2.7); conferences with A. Loft re confirmation hearing (.3); review, revise confirmation declaration (.5); review, analyze correspondence re discovery requests (.3); compile, manage documents for production (.7); research re confirmation objection (.5).
05/17/25	Shayne Henry	12.60	Draft confirmation hearing presentation (.3); review, analyze documents re production to opposing party's counsel (1.0); coordinate confirmation exhibit preparation (1.0); compile, manage documents re witness examinations (1.3); draft witness examinations (3.9); review, analyze documents re same (3.9); review, revise same (1.2).
05/17/25	Joshua King	7.70	Compile, manage confirmation hearing exhibits (.7); review, revise witness, exhibit list (.4); further prepare exhibits for confirmation hearing (3.5); draft indexes, witness folders re confirmation hearing (2.6); compile, manage materials re confirmation hearing (.5).
05/17/25	Armando L. Prather	6.40	Prepare for confirmation hearing testimony, related witness preparation session (2.7); prepare for confirmation hearing testimony, related director preparation session (3.7).
05/18/25	Michael Angarola	0.80	Conference with director re confirmation hearing testimony preparation.
05/18/25	Michael Angarola	1.10	Conference with witness re confirmation hearing testimony preparation.
05/18/25	Bill Arnault, P.C.	7.70	Conference with director re confirmation hearing (.9); prepare for same (.8); conference with witness re confirmation hearing (1.0); review, revise direct examination outline, preparation topics (3.9); prepare for confirmation hearing (.8); review, analyze correspondence re same (.3).
05/18/25	Jeffrey Ross Goldfine	1.70	Conference with director, B. Arnault, K&E team re witness preparation (.7); conference with S. Henry, B. Arnault, witness re witness preparation (1.0).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050122376
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/18/25	Shayne Henry	7.90	Conference with witness re confirmation hearing testimony (1.0); prepare re same (3.5); review, revise confirmation hearing materials (1.0); revise cross examination re witness testimony preparation (2.1); correspond with court reporter re opposing counsel deposition (.3).
05/18/25	Joshua King	3.00	Revise witness, exhibit list (2.0); review, revise confirmation exhibits re same (.5); review, analyze documents re production (.3); correspond with court reporting services re cancellation of deposition (.2).
05/18/25	Melanie MacKay	0.40	Revise direct examination.
05/18/25	Armando L. Prather	4.90	Prepare for confirmation hearing testimony, related witness preparation session (2.9); prepare for confirmation hearing testimony, related director preparation session (2.0).
05/19/25	Michael Angarola	3.30	Research re case law re lay person testimony (2.3); draft summary argument re admissibility re same (1.0).
05/19/25	Michael Angarola	1.00	Draft cross examination re witness preparation.
05/19/25	Michael Angarola	2.00	Review, revise presentation re direct examination testimony.
05/19/25	Bill Arnault, P.C.	11.70	Conference with witness re confirmation hearing preparation (.8); conference with opposing counsel re confirmation hearing (.3); prepare for same (.5); conference with consenting stakeholders re confirmation hearing (.6); review, revise confirmation witness direct examination (1.4); review, revise witness proffers (1.8); prepare for confirmation hearing (3.1); conference with witness re confirmation hearing (1.5); review, revise witness, exhibit list, documents re same (.8); conference with A. Loft re confirmation hearing (.4); review, revise confirmation hearing presentation (.3); draft, revise talking points re confirmation hearing (.2).
05/19/25	Jeffrey Ross Goldfine	5.80	Prepare for confirmation hearing (3.9); review, analyze confirmation pleadings re same (1.9).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050122376
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/25	Shayne Henry	14.60	Conference with witness re confirmation hearing preparation (4.4); prepare witness preparation materials (2.9); conference with B. Arnault re litigation strategy (2); draft joint witness, exhibit list (1.1); compile, manage materials re confirmation hearing (2.0); conference with B. Arnault, K&E team re confirmation hearing, related strategy (2.2).
05/19/25	Joshua King	7.30	Draft joint exhibit list (2.0); compile, manage documents re confirmation hearing exhibits (1.0); draft index re confirmation hearing documents (3.4); coordinate confirmation hearing logistics (.5); correspond with S. Henry, K&E team re same (.4).
05/19/25	Maddison Levine	2.80	Telephone conference with Kroll, B. Arnault, K&E team re witness preparation (.9); review, analyze voting declaration re same (.4); telephone conference with Alix, B. Arnault, K&E team re same, potential testimony (.8); review, revise witness proffer (.4); review, analyze declaration re same (.3).
05/19/25	Melanie MacKay	1.00	Conference with witness re direct examination preparation, confirmation hearing.
05/19/25	Melanie MacKay	9.30	Prepare for confirmation hearing (3.7); correspond with B. Arnault, K&E team re confirmation hearing strategy (.8); draft witness proffers (3.4); finalize exhibits re confirmation hearing (1.4).
05/19/25	Armando L. Prather	2.80	Prepare for confirmation hearing testimony, related witness preparation session.
05/20/25	Michael Angarola	0.50	Review, revise confirmation presentation re witness testimony, related declaration.
05/20/25	Uzo Dike	0.60	Compile, manage case materials re confirmation hearing.
05/20/25	Shayne Henry	0.20	Correspond with Z. Brez re deposition transcripts (.1); correspond with Willkie re same (.1).
05/21/25	Shayne Henry	1.00	Review, analyze request re deposition transcripts.
05/21/25	Joshua King	0.30	Compile, manage documents re confirmation hearing.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050122376
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/21/25	Mark McKane, P.C.	0.30	Draft correspondence re request for deposition testimony.
05/22/25	Michael Angarola	3.00	Review, analyze protective order re deposition transcript circulation (2.0); draft summary re same (1.0).
05/22/25	Shayne Henry	1.20	Review, analyze request for deposition transcripts (.5); review, analyze confirmation hearing transcript (.4); correspond with YCST re confirmation order re same (.3).
05/23/25	Jeffrey Ross Goldfine	0.30	Telephone conference with M. Levine, K&E team, PH, W&C re litigation trust agreement.
05/27/25	Michael Angarola	1.80	Review, analyze deposition exhibits re request for exhibits, related considerations.
05/27/25	Jeffrey Ross Goldfine	0.50	Telephone conference with Company, B. Nakhaimousa, K&E team re Pentex.
05/27/25	Shayne Henry	2.70	Review, analyze request for deposition transcripts (.9); review, analyze protective order re same (.9); correspond with M. Levine, K&E team re same (.9).
05/27/25	Maddison Levine	0.60	Correspond with B. Arnault, K&E team re deposition summaries (.2); review, analyze same (.2); correspond with Company, J. Goldfine re document retention protocols (.2).
05/28/25	Shayne Henry	1.00	Review, analyze confidentiality issues re deposition transcripts.
05/28/25	George W. Hicks Jr., P.C.	2.00	Review, analyze plan, confirmation pleadings, confirmation order (1.9); correspond with D. Balaram re same (.1).
05/29/25	Jeffrey Ross Goldfine	1.40	Telephone conference with B. Nakhaimousa, Company, franchisee re settlement.
06/02/25	Michael Angarola	4.10	Conference with M. Mackay re summary re possible objection re motion to stay pending appeal (.3); research re same (3.8).
06/02/25	Melanie MacKay	4.10	Research re possible stay pending appeal (2.6); draft, revise summary re same (1.2); conference with M. Angarola re same (.3).
Total		503.40	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122377

Client Matter: 58395-24

In the Matter of Non-Working Travel

For legal services rendered through June 2, 2025
(see attached Description of Legal Services for detail)

\$ 81,631.50

Total legal services rendered

\$ 81,631.50

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Non-Working Travel

Invoice Number: 1050122377
 Matter Number: 58395-24

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	2.70	2,015.00	5,440.50
Ziv Ben-Shahar	4.90	1,195.00	5,855.50
Jeffrey Ross Goldfine	3.10	1,745.00	5,409.50
Shayne Henry	10.00	1,695.00	16,950.00
Derek I. Hunter	6.90	1,735.00	11,971.50
Maddison Levine	5.00	1,465.00	7,325.00
Melanie MacKay	8.00	1,695.00	13,560.00
Brian Messing	1.80	1,065.00	1,917.00
Brian Nakhaimousa	2.00	1,465.00	2,930.00
Sarah Osborne	1.70	1,065.00	1,810.50
Joshua Raphael	2.00	1,195.00	2,390.00
Luz Tur-Sinai Gozal	6.90	880.00	6,072.00
TOTALS	55.00		\$ 81,631.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Non-Working Travel

Invoice Number: 1050122377
Matter Number: 58395-24

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/25	Ziv Ben-Shahar	2.30	Travel from Chicago, IL to Wilmington, DE re sale hearing (billed at half time).
05/05/25	Derek I. Hunter	2.40	Travel from Miami, FL to Wilmington, Delaware re sale hearing (billed at half time).
05/05/25	Maddison Levine	1.00	Travel from New York, NY to Wilmington, DE re sale hearing (billed at half time).
05/06/25	Ziv Ben-Shahar	2.60	Travel from Wilmington, DE to Chicago, IL re sale hearing (billed at half time).
05/06/25	Jeffrey Ross Goldfine	1.50	Travel from New York, NY to Wilmington, DE re sale hearing (billed at half time).
05/06/25	Derek I. Hunter	2.00	Travel from Wilmington, DE to Miami, FL re sale hearing (billed at half time).
05/06/25	Maddison Levine	1.00	Travel from Wilmington, DE to New York, NY re sale hearing (billed at half time).
05/18/25	Bill Arnault, P.C.	1.20	Travel from Chicago, IL to Wilmington, DE re sale hearing (billed at half time).
05/18/25	Shayne Henry	5.00	Travel from Austin, TX to Wilmington, DE for confirmation hearing (billed at half time)
05/18/25	Maddison Levine	1.00	Travel from New York, NY to Wilmington, DE re confirmation (billed at half time).
05/18/25	Melanie MacKay	3.00	Travel from Chicago, IL to Wilmington, DE re confirmation hearing (billed at half time).
05/18/25	Brian Nakhaimousa	2.00	Travel from New York, NY to Wilmington, DE re confirmation (billed at half time).
05/19/25	Jeffrey Ross Goldfine	0.80	Travel from New York, NY to Wilmington, DE re confirmation hearing (billed at half time).
05/19/25	Derek I. Hunter	1.50	Travel from Miami, FL to Wilmington, DE re confirmation hearing (billed at half time).
05/19/25	Maddison Levine	1.00	Travel from New York, NY to Wilmington, DE re confirmation (billed at half time).
05/19/25	Brian Messing	0.60	Travel from New York, NY to Wilmington, DE re confirmation hearing (billed at half time).
05/19/25	Sarah Osborne	1.00	Train from New York, NY to Wilmington, DE re confirmation hearing (billed at half time).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Non-Working Travel

Invoice Number: 1050122377
Matter Number: 58395-24

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/25	Joshua Raphael	1.30	Travel from New York, NY to Wilmington, DE re confirmation hearing (billed at half time).
05/19/25	Luz Tur-Sinai Gozal	1.70	Travel from Chicago, IL to Wilmington, DE re confirmation hearing (billed at half time).
05/20/25	Bill Arnault, P.C.	1.50	Travel from Wilmington, DE to Chicago, IL re confirmation hearing (billed at half time).
05/20/25	Jeffrey Ross Goldfine	0.80	Travel from Wilmington, DE to New York, NY re confirmation hearing (billed at half time).
05/20/25	Shayne Henry	5.00	Travel from Wilmington, DE to Austin, TX (billed at half time)
05/20/25	Derek I. Hunter	1.00	Travel from Wilmington, DE to New York, NY re confirmation hearing (billed at half time).
05/20/25	Maddison Levine	1.00	Travel from Wilmington, DE to New York, NY re confirmation (billed at half time).
05/20/25	Melanie MacKay	5.00	Travel from Wilmington, DE to Chicago, IL (billed at half time).
05/20/25	Brian Messing	1.20	Travel from Wilmington, DE to New York, NY re confirmation hearing (billed at half time).
05/20/25	Sarah Osborne	0.70	Travel from Wilmington, DE to New York, NY re confirmation hearing (billed at half time).
05/20/25	Joshua Raphael	0.70	Travel from Wilmington, DE to New York, NY re confirmation hearing (billed at half time).
05/20/25	Luz Tur-Sinai Gozal	5.20	Travel from Wilmington, DE to Chicago, IL re confirmation hearing (billed at half time).
Total		55.00	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122378

Client Matter: 58395-26

In the Matter of Employee and Labor Matters

For legal services rendered through June 2, 2025
(see attached Description of Legal Services for detail)

\$ 166,163.00

Total legal services rendered

\$ 166,163.00

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Employee and Labor Matters

Invoice Number: 1050122378
 Matter Number: 58395-26

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Sloane Bessey	1.50	1,065.00	1,597.50
Rob Fowler, P.C.	15.30	2,295.00	35,113.50
Jackie Heffernan	6.40	1,725.00	11,040.00
Keli Huang	6.10	1,725.00	10,522.50
Derek I. Hunter	5.30	1,735.00	9,195.50
Maddison Levine	13.90	1,465.00	20,363.50
Dominick Vito Manetta	1.20	880.00	1,056.00
Mallory Elise McKenzie	3.60	1,525.00	5,490.00
Annika Morin	1.30	1,195.00	1,553.50
Maureen D. O'Brien	4.70	2,295.00	10,786.50
Shawn OHargan, P.C.	5.30	2,295.00	12,163.50
Maddison Malone Riddick	5.40	1,525.00	8,235.00
Josh Sussberg, P.C.	0.10	2,595.00	259.50
Lany L. Villalobos	22.00	1,725.00	37,950.00
Mary Catherine Young	0.70	1,195.00	836.50
TOTALS	92.80		\$ 166,163.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Employee and Labor Matters

Invoice Number: 1050122378
Matter Number: 58395-26

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/25	Mary Catherine Young	0.50	Review, analyze employment diligence (.4); correspond with M. Levine re same (.1).
05/05/25	Jackie Heffernan	1.80	Review, analyze employment matters (1.1); review, analyze transaction documents re same (.7).
05/05/25	Maddison Levine	0.90	Compile, analyze employment diligence (.3); correspond with Company re same (.1); review, analyze offer letters re executory considerations (.3); correspond with K. Huang, K&E team re same, related issues (.2).
05/05/25	Mary Catherine Young	0.20	Review, analyze employee diligence.
05/06/25	Jackie Heffernan	0.70	Review and revise TSA and schedules re employment issues.
05/06/25	Dominick Vito Manetta	1.20	Review, analyze wages motion, order re severance payment issues.
05/06/25	Maddison Malone Riddick	0.50	Review and analyze terms of employment arrangement changes.
05/07/25	Rob Fowler, P.C.	0.50	Review, revise draft closing checklist re employment matters (.2); review, analyze open employee issues (.3).
05/07/25	Maddison Levine	1.60	Research re severance obligations (.6); draft summary re same (.3); compile, analyze employment diligence materials (.4); correspond with Company, PH re same (.3).
05/08/25	Jackie Heffernan	1.30	Review, revise TSA re employment matters (.8); conference with PH re same (.5).
05/08/25	Maddison Levine	0.90	Review, analyze employment matters (.4); review, analyze research re severance (.3); correspond with K. Huang, K&E team re same (.2).
05/09/25	Rob Fowler, P.C.	1.70	Review, analyze employment materials re restructuring steps and related transactions (.6); telephone conference with K. Huang, K&E team re same and potential issues (.5); review, analyze existing employment agreements and related correspondence (.6).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Employee and Labor Matters

Invoice Number: 1050122378
Matter Number: 58395-26

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/25	Maddison Levine	1.20	Review, analyze severance matters (.4); review, analyze offer letters re same (.3); correspond with PH re employment documentation (.2); correspond with D. Hunter, K&E team, Alix re same (.3).
05/10/25	Rob Fowler, P.C.	0.80	Telephone conference with M. Levine, K&E team, Alix re compensation issues (.5); review, analyze documentation re to same (.3).
05/10/25	Maddison Levine	0.70	Telephone conference with Alix, R. Fowler, K&E team re employment matters, next steps (.4); review, analyze issues re same (.2); correspond with Company, Alix re same (.1).
05/12/25	Rob Fowler, P.C.	0.90	Telephone conference with M. Levine, K&E team and Alix re go forward compensation arrangements (.5); review, analyze same (.4).
05/12/25	Maddison Levine	1.30	Telephone conference with Alix re severance obligations (.3); review, analyze issues, research re same (.3); telephone conference with K. Huang, K&E team. Ducera re VSI employment matters (.4); correspond with B. Nakhaimousa, K&E team re same (.3).
05/13/25	Rob Fowler, P.C.	0.90	Review, analyze documentation and correspondence re agreements with non-US executives (.4); review, revise go-forward employment agreements (.5).
05/13/25	Jackie Heffernan	1.80	Review, revise summary re WARN analysis (1.1); review, analyze employment matters (.7).
05/13/25	Maddison Levine	0.80	Telephone conference with Company re employment matters (.3); review, analyze COBRA issues (.3); research re same (.2).
05/14/25	Rob Fowler, P.C.	0.90	Telephone conference with M. Levine, K&E team and Alix re go forward compensation arrangements (.5); review, analyze same (.4).
05/14/25	Maddison Levine	1.60	Telephone conference with R. Fowler, K&E team, Company, Alix re employment agreements (.5); review, analyze same, related issues (.3); review, analyze COBRA matters (.2); review, analyze materials re same (.2); correspond and conference with Company re same, open employment issues (.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Employee and Labor Matters

Invoice Number: 1050122378
Matter Number: 58395-26

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/25	Rob Fowler, P.C.	1.60	Correspond with M. Levine, K&E team re employment agreement amendments (.8); review revised drafts of same (.5); correspond with M. Levine, K&E team re retention bonus arrangements (.3).
05/15/25	Keli Huang	1.00	Review and revise offer letters, employment agreements re sale.
05/15/25	Maddison Levine	1.00	Telephone conference with Company, Alix, R. Fowler, K&E team re employment agreements (.5); review, analyze issues re same (.3); correspond with Company, PH re same, go-forward roles (.2).
05/15/25	Maddison Malone Riddick	2.70	Conference with Company re transition agreements (.4); prepare for same (.1); review, revise transition agreements (1.5); correspond with M. O'Brien re employment arrangements (.7).
05/16/25	Rob Fowler, P.C.	1.30	Review and revise amendment to employment arrangements (.4); correspond with PH re open employment issues (.5); review and comment on draft transaction bonus agreement (.4).
05/16/25	Maddison Levine	0.40	Review, analyze wages order re bonus matters (.3); correspond with K. Huang, K&E team re same (.1).
05/16/25	Lany L. Villalobos	1.40	Draft employment agreement amendment.
05/16/25	Lany L. Villalobos	2.00	Draft form transaction bonus agreement.
05/17/25	Rob Fowler, P.C.	0.50	Review, revise transaction bonus agreement (.2); correspond with PH re same and employment related issues (.3).
05/17/25	Mallory Elise McKenzie	1.30	Draft summary re WARN analysis.
05/17/25	Lany L. Villalobos	0.40	Revise draft form transaction bonus agreement.
05/18/25	Rob Fowler, P.C.	0.60	Review, analyze PH revisions to go forward employment arrangements (.3); correspond with PH re same and related employment issues (.3).
05/18/25	Lany L. Villalobos	0.50	Correspond with A. Morin, K&E team re offer letter markups.
05/18/25	Lany L. Villalobos	0.60	Review, analyze employment agreement amendment.
05/18/25	Lany L. Villalobos	1.00	Draft issues list re offer letter markups.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Employee and Labor Matters

Invoice Number: 1050122378
Matter Number: 58395-26

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/25	Rob Fowler, P.C.	0.50	Review and revise issues list re go forward employment arrangements (.2); correspond with Company re same (.3).
05/19/25	Mallory Elise McKenzie	0.50	Conference with Company re employment considerations.
05/19/25	Shawn OHargan, P.C.	1.50	Review, analyze issues re employment considerations, emergence (.5); telephone conference with K. Huang re emergence, employment agreements (1.0).
05/19/25	Lany L. Villalobos	0.60	Correspond with Alix re offer letter markups.
05/19/25	Lany L. Villalobos	0.20	Correspond with PH re offer letter markups.
05/20/25	Rob Fowler, P.C.	0.80	Correspond with M. Levine, K&E team re open issues on go forward employment arrangements.
05/20/25	Keli Huang	0.80	Correspond with J. Heffernan re paid time off analysis (.3); correspond with L. Villalobos re employment agreements, offer letters (.5).
05/20/25	Maddison Levine	1.10	Review, analyze employment agreements, open items (.4); correspond with L. Villalobos, K&E team re same, next steps (.3); telephone conference with Alix re same, amendments re same (.4).
05/20/25	Mallory Elise McKenzie	0.40	Draft, revise analysis re employment considerations.
05/20/25	Maureen D. O'Brien	0.40	Correspond with S. OHargan re employee benefits issues.
05/20/25	Shawn OHargan, P.C.	0.30	Review, analyze employment agreement issues, emergence issues.
05/20/25	Lany L. Villalobos	0.70	Correspond with Alix and Ducera re offer letters, employment agreements.
05/20/25	Lany L. Villalobos	0.10	Correspond with PH re paid time off policy.
05/20/25	Lany L. Villalobos	0.20	Review, revise issues list re offer letter, employment agreement markups.
05/20/25	Lany L. Villalobos	1.50	Draft issues list re offer letter, employment agreement markups.
05/20/25	Lany L. Villalobos	0.50	Review, revise emergence summary re executive compensation considerations.
05/20/25	Lany L. Villalobos	0.30	Correspond with Company re employment agreement amendment.
05/20/25	Lany L. Villalobos	0.30	Correspond with Company re offer letters, employment agreements.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Employee and Labor Matters

Invoice Number: 1050122378
Matter Number: 58395-26

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/21/25	Rob Fowler, P.C.	1.30	Telephone conference with M. Levine, K&E team, Company re go-forward employment arrangements (.6); review, revise drafts of same (.7).
05/21/25	Keli Huang	0.80	Telephone conference with Company re employment agreements, offer letters.
05/21/25	Keli Huang	1.50	Conference with PH, C. Li, K&E team re emergence (1.0); review, revise emergence summary re same (.5).
05/21/25	Derek I. Hunter	0.70	Conference with M. Levine, K&E team, Company re employment agreements.
05/21/25	Maddison Levine	0.70	Telephone conference with Company, R. Fowler, K&E team re employment agreements.
05/21/25	Mallory Elise McKenzie	0.80	Review, analyze diligence re labor, employment matters (.4); research re state law employment requirements (.4).
05/21/25	Shawn OHargan, P.C.	0.60	Telephone conference with Company re employment agreements.
05/21/25	Lany L. Villalobos	1.00	Revise offer letters.
05/21/25	Lany L. Villalobos	1.80	Revise employment agreements.
05/21/25	Lany L. Villalobos	0.50	Conference with K. Huang, K&E team re emergence summary.
05/21/25	Lany L. Villalobos	0.50	Conference with Company re offer letters, employment agreements.
05/22/25	Rob Fowler, P.C.	0.90	Review and revise employment documentation (.5); correspond with Company re same (.4).
05/22/25	Maureen D. O'Brien	0.60	Conference with L. Villalobos, K&E team re benefits considerations.
05/22/25	Lany L. Villalobos	0.50	Correspond with Company re employment agreements, offer letter markups.
05/22/25	Lany L. Villalobos	0.30	Correspond with Company re employment agreements, related considerations.
05/22/25	Lany L. Villalobos	0.20	Conference with M. O'Brien, K&E team re employee, benefit considerations.
05/22/25	Lany L. Villalobos	1.00	Review, analyze employment agreements, offer letter markups.
05/23/25	Rob Fowler, P.C.	0.80	Review and revise offer letters and employment agreements (.4); correspond with M. Riddick re same (.4).

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Employee and Labor Matters

Invoice Number: 1050122378
Matter Number: 58395-26

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/23/25	Derek I. Hunter	2.90	Review, analyze KEIP motion (2.2); conference and correspond with M. Levine, K&E team, Company re same (.7).
05/23/25	Mallory Elise McKenzie	0.60	Draft, revise correspondence to PH re employee considerations (.4); conference with L. Villalobos re employment issues (.2).
05/23/25	Annika Morin	0.70	Conference with opposing counsel re employee benefit plan transfers.
05/23/25	Shawn OHargan, P.C.	0.50	Review, revise executive retention agreements.
05/23/25	Josh Sussberg, P.C.	0.10	Correspond with Company re employment agreements.
05/23/25	Lany L. Villalobos	2.00	Revise offer letters, employment agreements.
05/23/25	Lany L. Villalobos	1.10	Conferences with M. Levine, K&E team re employee issues.
05/25/25	Rob Fowler, P.C.	0.20	Correspond with D. Hunter, K&E team re employment agreement revisions.
05/25/25	Derek I. Hunter	0.90	Conference and correspond with Company, M. Levine, K&E team re employment agreements, open item, next steps (.6); review, analyze materials re same (.3).
05/26/25	Derek I. Hunter	0.40	Telephone conference with M. Levine, K&E team, Company, advisors re case update.
05/27/25	Derek I. Hunter	0.40	Correspond with M. Levine, K&E team re employment agreements, open item, next step.
05/27/25	Maddison Levine	0.50	Correspond with D. Hunter, Company, PH re employment letters (.2); review, analyze same, open items (.3).
05/27/25	Maureen D. O'Brien	0.80	Correspond with L. Villalobos re benefit plan transitions, resolutions.
05/27/25	Lany L. Villalobos	0.30	Correspond with Company re employment agreements.
05/27/25	Lany L. Villalobos	0.50	Correspond with Company re offer letters, employment considerations.
05/27/25	Lany L. Villalobos	0.10	Correspond with PH re offer letters, employment agreements.
05/27/25	Lany L. Villalobos	0.30	Conference with K. Huang, K&E team, advisors re emergence.
05/28/25	Rob Fowler, P.C.	0.50	Review, analyze revised drafts of employment agreement amendments.

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Employee and Labor Matters

Invoice Number: 1050122378
Matter Number: 58395-26

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/28/25	Keli Huang	1.00	Correspond with L. Villalobos re employment documents.
05/28/25	Maddison Levine	0.50	Telephone conference with Company re employment matters (.3); review, analyze same (.2).
05/28/25	Maureen D. O'Brien	0.50	Correspond with A. Moring re plan transition, benefits issues.
05/29/25	Sloane Bessey	1.10	Review, revise resolutions re benefits plan assignment.
05/29/25	Maddison Levine	0.30	Coordinate execution of employment amendment (.2); review, analyze same (.1).
05/29/25	Lany L. Villalobos	0.10	Correspond with Company re offer letters, employment agreements.
05/29/25	Lany L. Villalobos	0.20	Prepare execution version of employment agreement amendment.
05/30/25	Sloane Bessey	0.20	Review, revise resolutions re employee benefits.
05/30/25	Rob Fowler, P.C.	0.20	Correspond with J. Heffernan re employment agreement revisions.
05/30/25	Jackie Heffernan	0.80	Review, analyze employment matters (.6); correspond with R. Fowler re same (.2).
05/30/25	Keli Huang	1.00	Telephone conference with M. Levine re paid time off payout (.5); correspond with M. Riddick re employment documents (.5).
05/30/25	Shawn OHargan, P.C.	1.80	Review, analyze issues re emergence (.8); telephone conference with PH re same (.8); telephone conference with K. Huang re same (.2).
05/30/25	Lany L. Villalobos	0.70	Conference with M. O'Brien, K&E team re employment transfers.
05/30/25	Lany L. Villalobos	0.40	Correspond with Company re executed offer letters, employment agreements.
05/31/25	Maureen D. O'Brien	0.50	Correspond with L. Villalobos, K&E team re benefit transfer.
06/01/25	Rob Fowler, P.C.	0.20	Correspond with PH re employment agreement revisions.
06/01/25	Maureen D. O'Brien	0.50	Review, revise insurer language re employment considerations.
06/02/25	Sloane Bessey	0.20	Correspond with B. Nakhaimousa, K&E team re employee agreement resolutions.

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Employee and Labor Matters

Invoice Number: 1050122378
 Matter Number: 58395-26

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/02/25	Rob Fowler, P.C.	0.20	Correspond with M. Riddick, K&E team re employment agreement changes.
06/02/25	Maddison Levine	0.40	Correspond with M. Riddick, K&E team re employment matters (.2); review, analyze same (.2).
06/02/25	Annika Morin	0.60	Review, analyze issues re employee benefits re emergence.
06/02/25	Maureen D. O'Brien	1.40	Draft insurance letter re employment issues (.6); review, revise transition services agreement (.6); correspond with K. Huang, K&E team re resolutions, emergence checklist (.2).
06/02/25	Shawn OHargan, P.C.	0.60	Review, analyze employee issues re emergence (.4); telephone conference with K. Huang re same (.2).
06/02/25	Maddison Malone Riddick	2.20	Review, revise employment agreements (1.5); correspond with M. O'Brien, K&E team re compensation matters (.7).
06/02/25	Lany L. Villalobos	0.20	Correspond with PH re employment agreements and offer letters.
Total		92.80	

Exhibit J

Detailed Description of Expenses and Disbursements

**Detailed Description of Expenses and Disbursements From
February 14, 2025 to February 28, 2025**

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116055
Client Matter: 58395-27

In the Matter of Expenses

For expenses incurred through February 28, 2025
(see attached Description of Expenses for detail)

\$ 60,217.02

Total expenses incurred

\$ 60,217.02

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050116055
 Matter Number: 58395-27

Description of Expenses

<u>Description</u>	<u>Amount</u>
Standard Copies or Prints	621.00
Color Copies or Prints	342.65
Local Transportation	537.17
Travel Expense	6,589.00
Airfare	6,518.64
Transportation to/from airport	444.30
Travel Meals	908.40
Other Travel Expenses	76.00
Court Reporter Fee/Deposition	1,861.80
Other Court Costs and Fees	39,077.65
Westlaw Research	2,135.52
LexisNexis Research	214.44
Overtime Transportation	448.48
Overtime Meals - Attorney	411.07
Computer Database Research - Soft	30.90
Total	\$ 60,217.02

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Description of Expenses

Standard Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/16/25	Standard Copies or Prints	1.20
02/17/25	Standard Copies or Prints	395.40
02/17/25	Standard Copies or Prints	0.10
02/17/25	Standard Copies or Prints	3.60
02/18/25	Standard Copies or Prints	0.20
02/19/25	Standard Copies or Prints	10.90
02/20/25	Standard Copies or Prints	0.10
02/20/25	Standard Copies or Prints	0.30
02/20/25	Standard Copies or Prints	3.80
02/21/25	Standard Copies or Prints	6.50
02/21/25	Standard Copies or Prints	0.70
02/24/25	Standard Copies or Prints	123.20
02/25/25	Standard Copies or Prints	2.00
02/25/25	Standard Copies or Prints	2.00
02/25/25	Standard Copies or Prints	1.90
02/25/25	Standard Copies or Prints	2.00
02/25/25	Standard Copies or Prints	2.00
02/25/25	Standard Copies or Prints	5.70
02/25/25	Standard Copies or Prints	11.70
02/25/25	Standard Copies or Prints	14.80
02/25/25	Standard Copies or Prints	2.00
02/26/25	Standard Copies or Prints	0.10
02/26/25	Standard Copies or Prints	3.70
02/27/25	Standard Copies or Prints	26.40
02/28/25	Standard Copies or Prints	0.70
	Total	621.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050116055
 Matter Number: 58395-27

Color Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/16/25	Color Copies or Prints	1.10
02/17/25	Color Copies or Prints	69.30
02/17/25	Color Copies or Prints	255.75
02/20/25	Color Copies or Prints	6.05
02/21/25	Color Copies or Prints	2.20
02/25/25	Color Copies or Prints	3.85
02/25/25	Color Copies or Prints	0.55
02/25/25	Color Copies or Prints	0.55
02/27/25	Color Copies or Prints	2.75
02/28/25	Color Copies or Prints	0.55
	Total	342.65

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050116055
 Matter Number: 58395-27

Local Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/18/25	Josh Sussberg, P.C. - Taxi to hearing in Wilmington, DE.	72.76
02/18/25	Brian Nakhaimousa - Brian Nakhaimousa - Brian Nakhaimousa, Taxi, Travel to Wilmington, Delaware. 02/18/2025	30.67
02/18/25	Maddison Levine - Taxi, Transportation to train station for hearing in Wilmington, DE	27.91
02/18/25	Derek I. Hunter - Taxi from train station in Wilmington, DE to hotel.	17.75
02/18/25	Brian Nakhaimousa, Taxi, Travel to train station for hearing in Wilmington, DE	12.50
02/18/25	Sarah Osborne -Taxi from train station in Wilmington, DE to hotel.	17.42
02/19/25	Mary Catherine Young - Taxi from court to train station in Wilmington, DE.	11.64
02/19/25	Mary Catherine Young - Taxi from home in New York, NY to train station.	21.54
02/19/25	Derek I. Hunter - Taxi home from New York, NY train station.	48.45
02/19/25	Derek I. Hunter - Taxi to courthouse from hotel in Wilmington, DE.	20.36
02/19/25	Sarah Osborne - Taxi from hotel to train station in Wilmington, DE.	17.28
02/19/25	Maddison Levine, Taxi home from New York, NY train station	30.88
02/19/25	Brian Nakhaimousa, Taxi home from New York, NY train station	20.14
02/19/25	Derek I. Hunter - Taxi from court to train station in Wilmington, DE.	17.28
02/19/25	Brian Nakhaimousa, Taxi from courthouse in Wilmington, DE to train station.	32.36
02/28/25	VITAL TRANSPORTATION SERVICES INC - (Package) Josh Sussberg - Kirkland New York NY 10022 to 47 Harvest Drive Scarsdale NY 10583 02/14/2025	138.23
	Total	537.17

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050116055
 Matter Number: 58395-27

Travel Expense

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/18/25	Nicole L. Greenblatt, P.C. - Lodging, Wilmington, DE for Franchise Hearing.	658.90
02/18/25	Brian Nakhaimousa, Lodging, Wilmington, DE for Franchise Hearing	658.90
02/18/25	Sarah Osborne - Lodging, Wilmington, DE for Franchise hearing.	658.90
02/19/25	Josh Sussberg, P.C. - Lodging, Wilmington, DE for Franchise hearing.	658.90
02/19/25	Mary Catherine Young - Lodging, Wilmington, DE for Franchise hearing.	658.90
02/19/25	Derek I. Hunter - Lodging, Wilmington, DE for Franchise hearing.	658.90
02/19/25	Mark McKane, Lodging, Wilmington, DE, Wilmington, DE for Franchise Hearing.	658.90
02/19/25	Maddison Levine, Lodging, Wilmington, DE, Franchise Hearing.	658.90
02/19/25	Brian Nakhaimousa, Lodging, Wilmington, DE for Franchise Hearing.	658.90
02/19/25	Ziv Ben-Shahar, Lodging, Wilmington, DE, Wilmington, DE for Franchise Hearing.	658.90
	Total	6,589.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Airfare

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/14/25	Josh Sussberg, P.C. - Rail, Wilmington, DE to attend client hearings.	328.00
02/14/25	Nicole L. Greenblatt, P.C. - Rail, New York, NY to Wilmington, DE to attend Franchise Hearing.	616.00
02/14/25	Derek I. Hunter - Rail, Wilmington, DE to attend Court hearing and client meeting.	318.60
02/14/25	Mark McKane, Airfare (coach), San Francisco to Wilmington, DE to attend Court hearing and client meeting.	1,184.54
02/14/25	Maddison Levine, Rail, Attend hearing in Wilmington, Delaware	616.00
02/14/25	Ziv Ben-Shahar - Agency Fee, Trip to Wilmington, DE for a hearing.	58.00
02/14/25	Brian Nakhaimousa, Rail, Travel to Wilmington, Delaware.	656.00
02/17/25	Ziv Ben-Shahar - Airfare, Chicago, IL to Wilmington, DE for a hearing.	901.20
02/18/25	Mary Catherine Young - Rail, New York, NY to Wilmington, DE for court hearing.	421.20
02/18/25	Sarah Osborne - Rail, New York, NY to Wilmington, DE for court hearing.	222.00
02/19/25	Brian Nakhaimousa, Rail, Wilmington, DE to NYC, Penn Station to Wilmington, DE.	146.00
02/19/25	Josh Sussberg, P.C. - Rail, Wilmington, DE to Stamford, CT to attend client hearings.	553.00
02/19/25	Mary Catherine Young - Rail, Wilmington, DE to New York, NY attend Court hearing and client meeting.	37.80
02/19/25	Derek I. Hunter - Rail, Wilmington, DE to New York, NY to attend Court hearing and client meeting.	(23.20)
02/19/25	Derek I. Hunter - Rail, Wilmington, DE to New York, NY to attend Court hearing and client meeting. 2/14/2025	184.30
02/19/25	Maddison Levine, Rail, Wilmington, DE to New York, NY, attend Court hearing and client meeting.	146.00
02/19/25	Derek I. Hunter - Rail, Wilmington, DE to New York, NY to attend Court hearing and client meeting. 2/19/2025	153.20
	Total	6,518.64

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Transportation to/from airport

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/18/25	Ziv Ben-Shahar - Transportation from Airport to hotel, Trip to Wilmington, DE for a hearing.	135.51
02/18/25	Ziv Ben-Shahar - Transportation to Airport from home, Trip to Wilmington, DE for a hearing.	115.46
02/19/25	Ziv Ben-Shahar - Transportation from Airport to home, Trip to Wilmington, DE for a hearing.	119.23
02/19/25	Ziv Ben-Shahar - Transportation to Airport from courthouse, Trip to Wilmington, DE for a hearing.	74.10
	Total	444.30

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Travel Meals

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/18/25	Josh Sussberg, P.C. - Hotel - Travel Meals, Wilmington, DE to attend client hearings; meals for Josh Sussberg, Nicole L. Greenblatt, Derek I. Hunter, Maddison Levine, Brian Nakhaimousa.	415.74
02/18/25	Ziv Ben-Shahar - Travel Meals, Chicago, IL to Wilmington, DE for hearing.	25.29
02/18/25	Mary Catherine Young - Travel Meals, New York Lunch before train.	27.82
02/18/25	Mark McKane, Travel Meals, San Francisco Hearing	18.96
02/19/25	Josh Sussberg, P.C. - Hotel - Travel Meals, Wilmington, DE to attend client hearings; meals for Josh Sussberg, Derek I. Hunter, Nicole L. Greenblatt, Mark McKane.	112.73
02/19/25	Josh Sussberg, P.C. -Travel Meals, Wilmington, DE to attend client hearings; meals for Josh Sussberg, Mary Catherine Young, Brian Nakhaimousa, Joshua Raphael, Derek I. Hunter, Maddison Levine.	221.00
02/19/25	Ziv Ben-Shahar - Travel Meals, Chicago, IL to Wilmington, DE for a hearing.	26.62
02/19/25	Mark McKane, Travel Meals, Philadelphia Hearing	54.18
02/19/25	Ziv Ben-Shahar - Travel Meals, Chicago, IL to Wilmington, DE for a hearing.	6.06
	Total	908.40

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Other Travel Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/19/25	Mark McKane, Parking, San Francisco Hearing	76.00
	Total	76.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Court Reporter Fee/Deposition

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/24/25	RELIABLE WILMINGTON - Transcript order	1,861.80
	Total	1,861.80

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Other Court Costs and Fees

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/25/25	Miller Advertising Agency Inc - Publication of Franchise Group Confirmation Notice in the Wall Street Journal	39,077.65
	Total	39,077.65

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Westlaw Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/21/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Comiskey, Aislinn on 2/21/2025	28.33
02/24/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 2/24/2025	334.59
02/26/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 2/26/2025	276.08
02/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 2/27/2025	91.49
02/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ben-Shahar, Ziv on 2/27/2025	86.29
02/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 2/27/2025	85.06
02/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 2/27/2025	408.18
02/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 2/27/2025	28.33
02/28/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Mary Catherine on 2/28/2025	84.97
02/28/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 2/28/2025	316.79
02/28/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 2/28/2025	395.41
	Total	2,135.52

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

LexisNexis Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/16/25	RELX Inc DBA LexisNexis - LexisNexis Research on 2/16/2025 by Dominick Manetta	214.44
	Total	214.44

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Overtime Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/16/25	Caroline Buthe, Taxi, overtime transportation from office to home.	32.80
02/16/25	Caroline Buthe, Taxi, overtime transportation from office to home.	31.62
02/16/25	Maddison Levine, Taxi, Overtime transportation from office to home. 2/15/2025	25.90
02/17/25	Maddison Levine, Taxi, Overtime transportation from office to home. 2/16/2025	23.94
02/17/25	Michael A. Sloman - Taxi, overtime transportation from office to home.	66.21
02/17/25	Derek I. Hunter, Taxi, from office to home.	27.30
02/17/25	Derek I. Hunter, Taxi, to K&E office. Prepare & attend client meeting.	41.61
02/17/25	Mary Catherine Young - Taxi, overtime transportation from office to home.	18.95
02/18/25	Maddison Levine, Taxi, Overtime transportation from office to home. 2/17/2025	23.97
02/20/25	Maddison Levine, Taxi, Overtime transportation from office to home.	31.76
02/26/25	Brandon R. Weber, Taxi, Overtime transportation from office to home.	105.17
02/26/25	Maggie Houseknecht, Taxi, Overtime transportation from office to home.	19.25
	Total	448.48

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Overtime Meals - Attorney

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/16/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 2/16/2025 OT Meal 2025-02-16	33.15
02/16/25	GRUBHUB HOLDINGS INC - Levine Maddison 2/16/2025 OT Meal.	52.50
02/16/25	GRUBHUB HOLDINGS INC - Golden Rachel 2/16/2025 OT Meal.	52.50
02/16/25	GRUBHUB HOLDINGS INC - Levine Maddison 2/16/2025 OT Meal 2025-02-16	33.15
02/16/25	GRUBHUB HOLDINGS INC - Levine Maddison 2/15/2025 OT Meal 2025-02-16	32.35
02/16/25	GRUBHUB HOLDINGS INC - Buthe Caroline 2/16/2025 OT Meal	37.45
02/16/25	GRUBHUB HOLDINGS INC - Buthe Caroline 2/16/2025 OT Meal	37.76
02/16/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 2/15/2025 OT Meal 2025-02-16	47.37
02/16/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 2/15/2025 OT Meal 2025-02-16	32.34
02/16/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 2/16/2025 OT Meal.	52.50
	Total	411.07

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Computer Database Research - Soft

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/01/25	PACER Usage for 02/2025	6.70
02/01/25	PACER Usage for 02/2025	3.10
02/01/25	PACER Usage for 02/2025	19.30
02/01/25	PACER Usage for 02/2025	1.80
	Total	30.90
TOTAL EXPENSES		\$ 60,217.02

Detailed Description of Expenses and Disbursements From
March 1, 2025 to March 31, 2025

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

June 6, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050119821
Client Matter: 58395-27

In the Matter of Expenses

For expenses incurred through March 31, 2025
(see attached Description of Expenses for detail)

\$ 30,461.52

Total expenses incurred

\$ 30,461.52

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

Description of Expenses

<u>Description</u>	<u>Amount</u>
Standard Copies or Prints	411.20
Color Copies or Prints	1,582.35
Large Format Copy/Print	24.00
Travel Expense	619.30
Airfare	3,653.51
Transportation to/from airport	1,742.40
Outside Printing Services	1,554.75
Catering Expenses	1,444.00
Computer Database Research	608.23
Westlaw Research	9,439.02
LexisNexis Research	4,419.92
Overtime Transportation	1,362.67
Overtime Meals - Attorney	2,840.09
Overnight Delivery - Hard	55.48
Computer Database Research - Soft	704.60
Total	\$ 30,461.52

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

Description of Expenses

Standard Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/04/25	Standard Copies or Prints	0.90
03/04/25	Standard Copies or Prints	19.50
03/04/25	Standard Copies or Prints	12.00
03/04/25	Standard Copies or Prints	0.30
03/05/25	Standard Copies or Prints	0.70
03/05/25	Standard Copies or Prints	0.80
03/05/25	Standard Copies or Prints	0.30
03/05/25	Standard Copies or Prints	1.30
03/05/25	Standard Copies or Prints	0.20
03/05/25	Standard Copies or Prints	0.10
03/06/25	Standard Copies or Prints	0.10
03/06/25	Standard Copies or Prints	1.40
03/06/25	Standard Copies or Prints	0.40
03/06/25	Standard Copies or Prints	0.10
03/07/25	Standard Copies or Prints	23.90
03/07/25	Standard Copies or Prints	1.60
03/07/25	Standard Copies or Prints	0.80
03/10/25	Standard Copies or Prints	0.60
03/11/25	Standard Copies or Prints	4.80
03/12/25	Standard Copies or Prints	1.20
03/13/25	Standard Copies or Prints	0.30
03/17/25	Standard Copies or Prints	1.40
03/17/25	Standard Copies or Prints	0.10
03/18/25	Standard Copies or Prints	17.60
03/18/25	Standard Copies or Prints	28.30
03/18/25	Standard Copies or Prints	8.30
03/19/25	Standard Copies or Prints	3.30
03/19/25	Standard Copies or Prints	0.40
03/19/25	Standard Copies or Prints	0.40
03/19/25	Standard Copies or Prints	2.50
03/19/25	Standard Copies or Prints	0.20

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

03/20/25	Standard Copies or Prints	18.50
03/20/25	Standard Copies or Prints	28.20
03/20/25	Standard Copies or Prints	4.30
03/20/25	Standard Copies or Prints	0.20
03/24/25	Standard Copies or Prints	0.20
03/25/25	Standard Copies or Prints	0.70
03/25/25	Standard Copies or Prints	3.00
03/25/25	Standard Copies or Prints	1.50
03/25/25	Standard Copies or Prints	4.80
03/25/25	Standard Copies or Prints	0.50
03/26/25	Standard Copies or Prints	10.60
03/26/25	Standard Copies or Prints	0.10
03/26/25	Standard Copies or Prints	0.10
03/27/25	Standard Copies or Prints	29.40
03/27/25	Standard Copies or Prints	23.60
03/27/25	Standard Copies or Prints	0.70
03/27/25	Standard Copies or Prints	0.10
03/27/25	Standard Copies or Prints	1.00
03/28/25	Standard Copies or Prints	144.90
03/30/25	Standard Copies or Prints	3.20
03/31/25	Standard Copies or Prints	1.80
	Total	411.20

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

Color Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/04/25	Color Copies or Prints	2.75
03/04/25	Color Copies or Prints	1.10
03/05/25	Color Copies or Prints	0.55
03/05/25	Color Copies or Prints	62.70
03/05/25	Color Copies or Prints	61.05
03/05/25	Color Copies or Prints	1.65
03/06/25	Color Copies or Prints	1.65
03/06/25	Color Copies or Prints	1.65
03/07/25	Color Copies or Prints	1.10
03/07/25	Color Copies or Prints	66.55
03/07/25	Color Copies or Prints	46.20
03/11/25	Color Copies or Prints	66.00
03/17/25	Color Copies or Prints	3.85
03/18/25	Color Copies or Prints	2.75
03/18/25	Color Copies or Prints	132.00
03/19/25	Color Copies or Prints	1.10
03/19/25	Color Copies or Prints	63.25
03/25/25	Color Copies or Prints	107.25
03/25/25	Color Copies or Prints	3.30
03/26/25	Color Copies or Prints	1.10
03/26/25	Color Copies or Prints	57.75
03/27/25	Color Copies or Prints	0.55
03/27/25	Color Copies or Prints	0.55
03/27/25	Color Copies or Prints	144.65
03/27/25	Color Copies or Prints	156.20
03/28/25	Color Copies or Prints	570.90
03/31/25	Color Copies or Prints	24.20
	Total	1,582.35

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

Large Format Copy/Print

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/19/25	Large Format Copy/Print	24.00
	Total	24.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

Travel Expense

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/18/25	Joshua Raphael - Lodging, Wilmington, DE for hearing.	619.30
	Total	619.30

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

Airfare

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/18/25	Joshua Raphael, Rail, New York, NY to/from Wilmington, DE to attend hearing	282.60
02/19/25	Joshua Raphael, Rail, Wilmington, DE to/from New York, NY to attend hearing	102.60
03/27/25	Mark McKane, P.C. - Airfare (coach), San Francisco, CA to/from Philadelphia, PA to attend hearing	1,091.55
03/27/25	Brian Nakhaimousa - Airfare (coach), Wilmington, DE to Austin, TX after attending hearing.	792.58
03/27/25	Brian Nakhaimousa - Rail, Wilmington, DE to New York, NY for Court hearing.	229.50
03/29/25	Maddison Levine - Rail, New York, NY to Wilmington Delaware to attend hearing.	588.00
03/31/25	Derek I. Hunter - Airfare, Wilmington, Delaware to New York, NY after attending hearing.	353.68
03/31/25	Derek I. Hunter - Rail, New York, NY to Wilmington, Delaware to attend hearing.	213.00
	Total	3,653.51

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

Transportation to/from airport

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/18/25	Joshua Raphael -Taxi, Transportation to hotel from train station for hearing in Wilmington, DE	6.93
02/18/25	Joshua Raphael -Taxi, Transportation to train station for hearing in Wilmington, DE	27.93
02/21/25	BOSTON COACH CORPORATION - Joshua A Sussberg, Transportation to train station for hearing in Wilmington, DE	221.32
02/21/25	BOSTON COACH CORPORATION - Joshua A Sussberg, Transportation from train station for hearing in Wilmington, DE	212.99
02/26/25	SUNNY'S WORLDWIDE - 02/19/2025 MCKANE MARK, Transportation to airport	183.50
02/26/25	SUNNY'S WORLDWIDE - 02/18/2025 MCKANE MARK, travel from the airport	143.00
02/28/25	BOSTON COACH CORPORATION - 02/25/2025 Joshua A Sussberg, travel from airport	230.84
02/28/25	BOSTON COACH CORPORATION - 02/24/2025 Joshua A Sussberg, travel to airport	230.84
02/28/25	BOSTON COACH CORPORATION - 02/25/2025 Joshua A Sussberg, Transportation to airport for meeting	242.96
02/28/25	BOSTON COACH CORPORATION -02/24/2025 Joshua A Sussberg, Transportation from airport for meeting	242.09
	Total	1,742.40

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

Outside Printing Services

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/19/25	On Press Graphics, Inc. - Oversize prints	91.46
03/21/25	On Press Graphics, Inc. - Oversize prints	91.46
03/21/25	On Press Graphics, Inc. - Oversize prints	1,371.83
	Total	1,554.75

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050119821
 Matter Number: 58395-27

Catering Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/01/25	FLIK - Franchise Group Inc.2/27/2025	750.00
02/01/25	FLIK - Franchise Group Inc.2/27/2025	342.00
02/01/25	FLIK - Franchise Group Inc.2/27/2025	160.00
03/01/25	FLIK - Franchise Group Inc.3/5/2025	192.00
	Total	1,444.00

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050119821
 Matter Number: 58395-27

Computer Database Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/12/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 02/2025 by Luz Tur-Sinai Gozal	40.00
03/12/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 02/2025 by Dominick Manetta	338.00
03/12/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 02/2025 by Caroline Buthe	90.00
03/12/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 02/2025 by Michael Beauchamp	13.00
03/12/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 02/2025 by Julia Fletcher	40.00
03/12/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 02/2025 by Michael Sloman	43.00
03/12/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 02/2025 by Rachel Golden	40.00
03/31/25	RELX Inc DBA LexisNexis - Courtlink Usage for 03/2025 by Anne Waldron	4.23
	Total	608.23

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

Westlaw Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/01/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/1/2025	5.04
03/03/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/3/2025	125.94
03/03/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/3/2025	20.49
03/03/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Dubey, Ashton on 3/3/2025	26.96
03/03/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Horter, Heather on 3/3/2025	19.28
03/04/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Buthe, Caroline on 3/4/2025	262.18
03/04/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 3/4/2025	208.32
03/04/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/4/2025	20.99
03/04/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Mary Catherine on 3/4/2025	168.62
03/04/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/4/2025	42.80
03/05/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Beauchamp, Michael James on 3/5/2025	64.20
03/05/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Horter, Heather on 3/5/2025	200.55
03/05/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/5/2025	62.97
03/05/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 3/5/2025	94.32
03/05/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Mary Catherine on 3/5/2025	42.68

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050119821
 Matter Number: 58395-27

03/06/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 3/6/2025	151.08
03/06/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Buthe, Caroline on 3/6/2025	22.37
03/06/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/6/2025	21.40
03/07/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Manetta, Dominick on 3/7/2025	1.38
03/07/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ben-Shahar, Ziv on 3/7/2025	43.51
03/09/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Krishnan, Nikhil R. on 3/9/2025	200.99
03/10/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/10/2025	125.94
03/10/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Krishnan, Nikhil R. on 3/10/2025	19.28
03/10/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Houseknecht, Margaret Grace on 3/10/2025	107.00
03/11/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/11/2025	10.70
03/11/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/11/2025	76.64
03/13/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 3/13/2025	36.67
03/13/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/13/2025	71.03
03/13/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/13/2025	27.27
03/13/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Mackay, Melanie on 3/13/2025	64.20
03/13/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Bessey, Sloane on 3/13/2025	99.22
03/14/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 3/14/2025	392.76
03/14/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/14/2025	6.28

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

03/14/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/14/2025	208.74
03/14/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, Sarah on 3/14/2025	6.40
03/17/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 3/17/2025	92.57
03/17/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tarosky, Eric on 3/17/2025	502.60
03/17/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, Sarah on 3/17/2025	42.80
03/17/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Beauchamp, Michael James on 3/17/2025	56.74
03/17/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by O'Connor, Shane on 3/17/2025	35.22
03/17/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Hartnett, Grace on 3/17/2025	20.44
03/17/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Houseknecht, Margaret Grace on 3/17/2025	128.40
03/17/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/17/2025	41.98
03/18/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Krishnan, Nikhil R. on 3/18/2025	112.07
03/18/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Balaram, Devika on 3/18/2025	64.20
03/18/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, Sarah on 3/18/2025	79.49
03/18/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 3/18/2025	283.93
03/18/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/18/2025	146.94
03/18/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 3/18/2025	107.29
03/19/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 3/19/2025	67.23
03/19/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/19/2025	41.98

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050119821
 Matter Number: 58395-27

03/19/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Balaram, Devika on 3/19/2025	299.62
03/19/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/19/2025	119.19
03/19/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 3/19/2025	84.66
03/19/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Buthe, Caroline on 3/19/2025	22.37
03/19/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Beauchamp, Michael James on 3/19/2025	25.70
03/20/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 3/20/2025	95.60
03/20/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Balaram, Devika on 3/20/2025	129.12
03/20/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/20/2025	64.20
03/20/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Manetta, Dominick on 3/20/2025	0.69
03/20/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/20/2025	6.70
03/21/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Golden, Rachel on 3/21/2025	20.99
03/21/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 3/21/2025	102.40
03/21/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 3/21/2025	256.61
03/21/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/21/2025	125.94
03/21/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Cohen, Seth on 3/21/2025	13.76
03/21/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Lee, Tricia on 3/21/2025	19.28
03/21/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Manetta, Dominick on 3/21/2025	0.69
03/22/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Buthe, Caroline on 3/22/2025	20.99

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

03/23/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Balaram, Devika on 3/23/2025	1.41
03/23/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Cohen, Seth on 3/23/2025	0.63
03/23/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Comiskey, Aislinn on 3/23/2025	62.97
03/23/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 3/23/2025	41.98
03/24/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Cohen, Seth on 3/24/2025	38.56
03/24/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Houseknecht, Margaret Grace on 3/24/2025	28.37
03/24/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Golden, Rachel on 3/24/2025	20.99
03/24/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/24/2025	27.69
03/24/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 3/24/2025	207.35
03/24/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 3/24/2025	71.45
03/24/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, Sarah on 3/24/2025	58.08
03/24/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Buthe, Caroline on 3/24/2025	40.80
03/25/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 3/25/2025	542.15
03/25/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/25/2025	83.96
03/25/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Buthe, Caroline on 3/25/2025	0.69
03/25/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/25/2025	64.20
03/25/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Hensler, Michael on 3/25/2025	42.80
03/26/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Balaram, Devika on 3/26/2025	85.60

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050119821
 Matter Number: 58395-27

03/26/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Mary Catherine on 3/26/2025	1.38
03/26/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 3/26/2025	354.32
03/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Cohen, Seth on 3/27/2025	38.56
03/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Manetta, Dominick on 3/27/2025	23.76
03/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/27/2025	21.40
03/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Balaram, Devika on 3/27/2025	21.40
03/28/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/28/2025	6.40
03/28/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/28/2025	20.99
03/28/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Comiskey, Aislinn on 3/28/2025	106.33
03/29/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Cohen, Seth on 3/29/2025	101.03
03/29/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/29/2025	94.13
03/29/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Waldron, Anne on 3/29/2025	97.79
03/29/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Balaram, Devika on 3/29/2025	42.80
03/30/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Comiskey, Aislinn on 3/30/2025	62.97
03/30/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/30/2025	92.44
03/30/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Prather, Armando on 3/30/2025	35.34
03/31/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by McNamara, Briana on 3/31/2025	152.88

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050119821
 Matter Number: 58395-27

03/31/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 3/31/2025	21.40
03/31/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 3/31/2025	204.17
03/31/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Segawa, Kamden on 3/31/2025	96.40
03/31/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Mary Catherine on 3/31/2025	128.71
03/31/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Buthe, Caroline on 3/31/2025	4.15
	Total	9,439.02

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

LexisNexis Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/03/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/3/2025 by Brian Messing	482.21
03/03/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/3/2025 by Heather Horter	630.82
03/04/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/4/2025 by Brian Messing	51.72
03/05/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/5/2025 by Heather Horter	55.20
03/05/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/5/2025 by Brian Messing	258.58
03/06/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/6/2025 by Brian Messing	51.72
03/07/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/7/2025 by Brian Messing	51.72
03/09/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/9/2025 by Devika Balaram	369.08
03/10/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/10/2025 by Brian Messing	163.53
03/12/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/12/2025 by Devika Balaram	114.00
03/14/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/14/2025 by Brian Messing	51.72
03/17/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/17/2025 by Brian Messing	465.44
03/17/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/17/2025 by Jacob Black	578.54
03/18/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/18/2025 by Brian Messing	310.29
03/18/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/18/2025 by Gaylea Shultz	58.53
03/19/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/19/2025 by Devika Balaram	114.00
03/20/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/20/2025 by Devika Balaram	219.45
03/20/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/20/2025 by Sarah Jones	61.27
03/20/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/20/2025 by Brian Messing	51.72

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

03/25/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/25/2025 by Michael Hensler	124.21
03/30/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/30/2025 by Aislinn Comiskey	51.72
03/31/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/31/2025 by Brian Messing	51.72
03/31/25	RELX Inc DBA LexisNexis - LexisNexis Research on 3/31/2025 by Luz Tur-Sinai Gozal	52.73
	Total	4,419.92

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

Overtime Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/16/25	Brian Nakhaimousa, Taxi, overtime transportation from office to home.	15.15
02/17/25	Brian Nakhaimousa, Taxi, overtime transportation from office to home.	15.37
02/17/25	Keli Huang, Taxi, overtime transportation from office to home.	45.50
02/17/25	Brian Nakhaimousa -Taxi, overtime transportation from home to office	14.35
02/19/25	Keli Huang, Taxi, overtime transportation from office to home.	26.30
02/20/25	Brian Nakhaimousa, overtime transportation from office to home.	17.66
02/21/25	Brian Nakhaimousa -Taxi, overtime transportation from office to home	15.87
02/24/25	Keli Huang, Taxi, overtime transportation from office to home.	27.39
02/24/25	Dominick Vito Manetta – Taxi, overtime transportation from office to home.	31.10
02/25/25	Dominick Vito Manetta - Taxi, overtime transportation home from office	35.07
02/28/25	Jeffrey Ross Goldfine, Taxi, overtime transportation from office to home.	19.74
03/03/25	Dominick Vito Manetta, Taxi, overtime transportation from office to home.	35.10
03/04/25	Armando L. Prather, Taxi, overtime transportation from office to home.	10.97
03/04/25	Caroline Buthe, Taxi, overtime transportation from office to home.	44.08
03/04/25	Dominick Vito Manetta, Taxi, overtime transportation from office to home.	35.09
03/04/25	Ashton Dubey, Taxi, overtime transportation from office to home.	33.96
03/04/25	Julia Fletcher, Taxi, overtime transportation from office to home.	13.99
03/05/25	Maggie Houseknecht, Taxi, overtime transportation from office to home.	17.17
03/05/25	Jiange Xiao, Taxi, overtime transportation from office to home.	55.87
03/05/25	Ashton Dubey, Taxi, overtime transportation from office to home.	42.98
03/06/25	Maggie Houseknecht, Taxi, overtime transportation from office to home.	15.20
03/06/25	Derek I. Hunter, Taxi, overtime transportation from office to home.	41.59
03/10/25	Dominick Vito Manetta, Taxi, overtime transportation from office to home.	34.22

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

03/11/25	Dominick Vito Manetta, Taxi, overtime transportation from office to home.	36.24
03/11/25	Ashton Dubey, Taxi, overtime transportation from office to home.	32.93
03/11/25	Jeffrey Ross Goldfine, Taxi, overtime transportation from office to home.	22.79
03/12/25	Maggie Houseknecht, Taxi, overtime transportation from office to home.	20.18
03/12/25	Ashton Dubey, Taxi, overtime transportation from office to home.	33.96
03/12/25	Jeffrey Ross Goldfine, Taxi, overtime transportation from office to home.	25.87
03/13/25	Caroline Buthe, Taxi, overtime transportation from office to home.	42.90
03/17/25	Maggie Houseknecht, Taxi, overtime transportation from office to home.	15.00
03/18/25	Uzo Dike, Taxi, overtime transportation from office to home.	65.00
03/18/25	Ashton Dubey, Taxi, overtime transportation from office to home.	33.96
03/19/25	Jiange Xiao, Taxi, overtime transportation from office to home.	40.74
03/19/25	Jeffrey M. Jacobsen, Taxi, overtime transportation from office to home.	26.25
03/19/25	Ashton Dubey, Taxi, overtime transportation from office to home.	33.96
03/20/25	Maggie Houseknecht, Taxi, overtime transportation from office to home.	17.82
03/24/25	Uzo Dike, Taxi, overtime transportation from office to home.	41.00
03/25/25	Ashton Dubey, Taxi, overtime transportation from office to home.	31.93
03/25/25	Dominick Vito Manetta, Taxi, overtime transportation from office to home.	35.76
03/26/25	Cara Li, Taxi, overtime transportation from office to home.	74.11
03/27/25	Dominick Vito Manetta, Taxi, overtime transportation from office to home.	35.55
03/31/25	Uzo Dike, Taxi, overtime transportation from office to home.	53.00
	Total	1,362.67

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

Overtime Meals - Attorney

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/23/25	GRUBHUB HOLDINGS INC - Young Mary Catherine 2/17/2025 OT Meal	29.73
02/23/25	GRUBHUB HOLDINGS INC - Young Mary Catherine 2/17/2025 OT Meal	35.55
02/23/25	GRUBHUB HOLDINGS INC - Golden Rachel 2/17/2025 OT Meal	50.00
02/23/25	GRUBHUB HOLDINGS INC - Levine Maddison 2/21/2025 OT Meal	50.00
02/23/25	GRUBHUB HOLDINGS INC - Sloman Michael A. 2/17/2025 OT Meal	33.08
02/23/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 2/20/2025 OT Meal	47.79
02/23/25	GRUBHUB HOLDINGS INC - Levine Maddison 2/20/2025 OT Meal	50.00
02/23/25	GRUBHUB HOLDINGS INC - Levine Maddison 2/17/2025 OT Meal	50.00
02/23/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 2/17/2025 OT Meal	50.00
02/23/25	GRUBHUB HOLDINGS INC - Golden Rachel 2/17/2025 OT Meal	33.08
02/23/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 2/18/2025 OT Meal 23	31.37
02/23/25	GRUBHUB HOLDINGS INC - Raphael Joshua 2/17/2025 OT Meal	48.84
02/23/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 2/17/2025 OT Meal	33.08
03/02/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 2/24/2025 OT Meal	45.58
03/02/25	GRUBHUB HOLDINGS INC - Weber Brandon R. 2/26/2025 OT Meal	46.11
03/02/25	GRUBHUB HOLDINGS INC - Huang Keli 2/24/2025 OT Meal	43.56
03/02/25	GRUBHUB HOLDINGS INC - Golden Rachel 2/28/2025 OT Meal	50.00
03/02/25	GRUBHUB HOLDINGS INC - Levine Maddison 2/27/2025 OT Meal	50.00
03/02/25	GRUBHUB HOLDINGS INC - Golden Rachel 2/27/2025 OT Meal	47.48
03/04/25	Armando L. Prather, Overtime Meals, Chicago, IL	33.00

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

03/04/25	Ashton Dubey, Overtime Meals, Chicago, IL	48.20
03/05/25	Armando L. Prather, Overtime Meals, Chicago, IL	14.04
03/09/25	GRUBHUB HOLDINGS INC - Buthe Caroline 3/4/2025 OT Meal	49.07
03/09/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 3/4/2025 OT Meal	45.78
03/09/25	GRUBHUB HOLDINGS INC - Golden Rachel 3/6/2025 OT Meal	30.09
03/09/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 3/6/2025 OT Meal	50.00
03/09/25	GRUBHUB HOLDINGS INC - Xiao Jiange 3/4/2025 OT Meal.	50.00
03/09/25	GRUBHUB HOLDINGS INC - Xiao Jiange 3/5/2025 OT Meal	50.00
03/09/25	GRUBHUB HOLDINGS INC - Goldfine Jeffrey Ross 3/5/2025 OT Meal	50.00
03/09/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 3/3/2025 OT Meal.	49.02
03/09/25	GRUBHUB HOLDINGS INC - Levine Maddison 3/4/2025 OT Meal	33.58
03/09/25	GRUBHUB HOLDINGS INC - Golden Rachel 3/4/2025 OT Meal	43.95
03/09/25	GRUBHUB HOLDINGS INC - Huang Keli 3/6/2025 OT Meal	50.00
03/09/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 3/6/2025 OT Meal 2025-03-09	50.00
03/09/25	GRUBHUB HOLDINGS INC - Sitcawich Michael James 3/5/2025 OT Meal	47.71
03/10/25	Armando L. Prather, Overtime Meals, Chicago, IL.	25.00
03/11/25	Ashton Dubey, Overtime Meals, Chicago, IL	40.04
03/16/25	GRUBHUB HOLDINGS INC - Huang Keli 3/16/2025 OT Meal.	49.02
03/16/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 3/11/2025 OT Meal.	50.00
03/16/25	GRUBHUB HOLDINGS INC - Buthe Caroline 3/13/2025 OT Meal.	44.52
03/16/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 3/10/2025 OT Meal.	45.58
03/16/25	GRUBHUB HOLDINGS INC - Huang Keli 3/11/2025 OT Meal.	50.00
03/16/25	GRUBHUB HOLDINGS INC - Golden Rachel 3/14/2025 OT Meal.	35.05
03/16/25	GRUBHUB HOLDINGS INC - Golden Rachel 3/13/2025 OT Meal.	50.00
03/16/25	GRUBHUB HOLDINGS INC - Goldfine Jeffrey Ross 3/11/2025 OT Meal.	36.42
03/18/25	Armando L. Prather, Overtime Meals, Chicago, IL.	33.49
03/18/25	Ashton Dubey, Overtime Meals, Chicago, IL.	49.63

Legal Services for the Period Ending March 31, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050119821
 Matter Number: 58395-27

03/19/25	Ashton Dubey, Overtime Meals, Chicago, IL.	43.86
03/20/25	Ashton Dubey - Overtime Meals, Chicago, IL 03/12/2025	26.93
03/22/25	Michael David Lehavi, Overtime Meals, Chicago, IL.	36.31
03/22/25	Armando L. Prather, Overtime Meals, Chicago, IL.	35.11
03/23/25	Michael David Lehavi, Overtime Meals, Chicago, IL.	37.11
03/23/25	GRUBHUB HOLDINGS INC - Black Jacob E. 3/20/2025 OT Meal.	31.02
03/23/25	GRUBHUB HOLDINGS INC - Thakran Ishaan G. 3/18/2025 OT Meal.	50.00
03/23/25	GRUBHUB HOLDINGS INC - Huang Keli 3/23/2025 OT Meal.	50.00
03/23/25	GRUBHUB HOLDINGS INC - Smith Gracie 3/20/2025 OT Meal.	41.75
03/23/25	GRUBHUB HOLDINGS INC - Xiao Jiange 3/20/2025 OT Meal 2025-03-23	50.00
03/23/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 3/21/2025 OT Meal.	50.00
03/23/25	GRUBHUB HOLDINGS INC - Xiao Jiange 3/20/2025 OT Meal.	50.00
03/24/25	Armando L. Prather, Overtime Meals, Chicago, IL.	50.00
03/28/25	George W. Hicks, Overtime Meals, Dallas, TX.	40.70
03/29/25	Michael David Lehavi, Overtime Meals, Chicago, IL.	37.11
03/29/25	George W. Hicks, Overtime Meals, Dallas, TX.	42.83
03/29/25	George W. Hicks, Overtime Meals, Dallas, TX.	35.70
03/30/25	George W. Hicks, Overtime Meals, Dallas, TX.	40.00
03/30/25	George W. Hicks, Overtime Meals, Dallas, TX.	41.13
03/30/25	Armando L. Prather, Overtime Meals, Chicago, IL.	22.09
	Total	2,840.09

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

Overnight Delivery - Hard

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/17/25	FEDERAL EXPRESS	55.48
	Total	55.48

Legal Services for the Period Ending March 31, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050119821
Matter Number: 58395-27

Computer Database Research - Soft

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/01/25	PACER Usage for 03/2025	49.80
03/01/25	PACER Usage for 03/2025	0.70
03/01/25	PACER Usage for 03/2025	15.30
03/01/25	PACER Usage for 03/2025	114.00
03/01/25	PACER Usage for 03/2025	5.90
03/01/25	PACER Usage for 03/2025	41.80
03/01/25	PACER Usage for 03/2025	3.00
03/01/25	PACER Usage for 03/2025	3.30
03/01/25	PACER Usage for 03/2025	0.70
03/01/25	PACER Usage for 03/2025	108.70
03/01/25	PACER Usage for 03/2025	280.60
03/01/25	PACER Usage for 03/2025	1.20
03/01/25	PACER Usage for 03/2025	49.60
03/29/25	Domain Tools searches	30.00
	Total	704.60
TOTAL EXPENSES		\$ 30,461.52

Detailed Description of Expenses and Disbursements From
April 1, 2025 to April 30, 2025

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 3, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050121438

Client Matter: 58395-27

In the Matter of Expenses

For expenses incurred through April 30, 2025
(see attached Description of Expenses for detail)

\$ 25,079.77

Total expenses incurred

\$ 25,079.77

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050121438
 Matter Number: 58395-27

Description of Expenses

<u>Description</u>	<u>Amount</u>
Standard Copies or Prints	129.00
Color Copies or Prints	303.05
Local Transportation	1,218.40
Travel Expense	3,344.44
Airfare	2,104.20
Transportation to/from airport	486.84
Travel Meals	285.07
Other Travel Expenses	76.00
Computer Database Research	1,266.20
Westlaw Research	8,079.28
LexisNexis Research	4,058.66
Overtime Transportation	960.32
Overtime Meals - Non-Attorney	40.75
Overtime Meals - Attorney	1,205.94
Computer Database Research - Soft	1,521.62
Total	\$ 25,079.77

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

Description of Expenses

Standard Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/01/25	Standard Copies or Prints	4.50
04/01/25	Standard Copies or Prints	4.80
04/01/25	Standard Copies or Prints	0.80
04/01/25	Standard Copies or Prints	3.10
04/02/25	Standard Copies or Prints	1.80
04/02/25	Standard Copies or Prints	0.20
04/03/25	Standard Copies or Prints	19.00
04/08/25	Standard Copies or Prints	3.30
04/08/25	Standard Copies or Prints	21.00
04/08/25	Standard Copies or Prints	1.40
04/09/25	Standard Copies or Prints	0.80
04/10/25	Standard Copies or Prints	28.10
04/14/25	Standard Copies or Prints	2.10
04/15/25	Standard Copies or Prints	19.50
04/15/25	Standard Copies or Prints	0.10
04/17/25	Standard Copies or Prints	2.30
04/22/25	Standard Copies or Prints	4.00
04/23/25	Standard Copies or Prints	2.40
04/29/25	Standard Copies or Prints	5.10
04/30/25	Standard Copies or Prints	4.70
	Total	129.00

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050121438
 Matter Number: 58395-27

Color Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/01/25	Color Copies or Prints	47.30
04/01/25	Color Copies or Prints	90.75
04/02/25	Color Copies or Prints	51.15
04/08/25	Color Copies or Prints	22.00
04/08/25	Color Copies or Prints	26.40
04/09/25	Color Copies or Prints	34.65
04/10/25	Color Copies or Prints	12.65
04/17/25	Color Copies or Prints	12.65
04/22/25	Color Copies or Prints	4.95
04/29/25	Color Copies or Prints	0.55
	Total	303.05

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

Local Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/02/25	Derek I. Hunter - Taxi from train station to local counsel's office for hearing in Wilmington, DE.	31.89
04/02/25	Maddison Levine - Taxi to train station for hearing in Wilmington, DE.	34.54
04/02/25	Brian Nakhaimousa - Taxi to train station for hearing in Wilmington, DE.	10.84
04/02/25	Brian Nakhaimousa - Taxi from train station for hearing in Wilmington, DE.	31.92
04/02/25	Josh Sussberg - Taxi from home to office.	96.76
04/02/25	Brian Nakhaimousa - Taxi to train station for hearing in Wilmington, DE.	8.91
04/02/25	Sarah Osborne - Taxi from train station to hotel for hearing in Wilmington, DE.	17.44
04/03/25	Sarah Osborne - Taxi from hotel to train station for hearing in Wilmington, DE.	13.02
04/03/25	Derek I. Hunter - Taxi from train station to home for hearing in Wilmington, DE.	46.12
04/03/25	Derek I. Hunter - Taxi to court for hearing in Wilmington, DE.	17.30
04/03/25	Maddison Levine - Taxi from court to hotel for hearing in Wilmington, DE.	7.93
04/03/25	Maddison Levine - Taxi from train station to home for hearing in Wilmington, DE.	30.93
04/03/25	Brian Nakhaimousa - Taxi from train station to home for hearing in Wilmington, DE.	10.89
04/03/25	Brian Nakhaimousa - Taxi from local counsel's office to train station for hearing in Wilmington, DE.	56.03
04/03/25	Sarah Osborne - Taxi from train station to home for hearing in Wilmington, DE.	33.66
04/03/25	Josh Sussberg - Taxi from train station to home for hearing in Wilmington, DE.	8.51
04/03/25	Joshua Raphael - Taxi from train station to home for hearing in Wilmington, DE.	34.95
04/04/25	Josh Sussberg - Taxi from home to hotel for hearing in Wilmington, DE, 4/2/2025	350.00
04/11/25	Joshua Sussberg - Taxi from train station to home, 4/3/2025	358.12
04/24/25	Dominick Vito Manetta - Taxi from office to home	18.64
	Total	1,218.40

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050121438
 Matter Number: 58395-27

Travel Expense

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/02/25	Sarah Osborne - Lodging, Wilmington DE for Franchise Hearing.	444.51
04/02/25	Derek I. Hunter - Lodging, Wilmington, DE for Franchise Hearing.	444.51
04/02/25	Josh Sussberg - Lodging, Wilmington, DE for Franchise Hearing.	444.51
04/02/25	Joshua Raphael - Lodging, Wilmington, DE for Franchise Hearing.	534.60
04/02/25	Nicole L. Greenblatt - Lodging, Wilmington, DE for Franchise Hearing.	559.90
04/03/25	Brian Nakhaimousa - Lodging, Wilmington, DE for Franchise Hearing.	471.90
04/03/25	Maddison Levine - Lodging, Wilmington, DE for Franchise Hearing.	444.51
	Total	3,344.44

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050121438
 Matter Number: 58395-27

Airfare

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/01/25	Joshua Raphael, Rail, Wilmington DE to attend Franchise Hearing.	639.90
04/01/25	Nicole L. Greenblatt, Rail, Wilmington, DE to attend Franchise Hearing.	437.00
04/02/25	Sarah Osborne, Rail, Wilmington, DE to attend Franchise Hearing.	352.80
04/02/25	Josh Sussberg, Rail, Wilmington, DE to attend Franchise Hearing.	553.00
04/03/25	Sarah Osborne, Rail, Wilmington DE to attend Franchise Hearing.	121.50
	Total	2,104.20

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050121438
 Matter Number: 58395-27

Transportation to/from airport

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/02/25	Derek I. Hunter, Transportation To/From Airport, Trip to Wilmington, DE for hearing.	72.63
04/02/25	Derek I. Hunter - Transportation To/From Airport, Trip to Wilmington, DE for hearing.	128.21
04/09/25	Mark McKane – Transportation from hotel to Airport, Trip to Wilmington, DE for hearing, 4/3/2025	143.00
04/09/25	Mark McKane - Transportation from Airport to hotel, Trip to Wilmington, DE for hearing, 4/2/2025	143.00
	Total	486.84

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050121438
 Matter Number: 58395-27

Travel Meals

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/02/25	Derek I. Hunter - Travel Meals, Wilmington, DE Delaware to attend Franchise Hearing.	47.00
04/02/25	Maddison Levine - Travel Meals, Wilmington, DE to attend Franchise Hearing, meal with B. Nakhaimousa, J. Raphael & S. Osborne	230.07
04/03/25	Nicole L. Greenblatt - Travel Meals, Wilmington, DE to attend Franchise Hearing.	8.00
	Total	285.07

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

Other Travel Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/03/25	Mark McKane - Airport Parking, San Francisco, CA to attend Franchise Hearing.	76.00
	Total	76.00

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

Computer Database Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/01/25	CHEMICAL ABSTRACTS SERVICE - STN Usage for 03/2025	20.46
04/01/25	FILE & SERVEXPRESS LLC - File and ServeXpress Usage for 03/2025	76.00
04/07/25	Bloomberg Industry Group Inc - Bloomberg Dockets Usage for 03/2025 by Heather Horter	3.00
04/10/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 03/2025 by Julia Foster	80.00
04/10/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 03/2025 by Sarah Osborne	67.00
04/10/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 03/2025 by Michael Beauchamp	13.00
04/10/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 03/2025 by Dominick Manetta	131.00
04/10/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 03/2025 by Brian Nakhaimousa	26.00
04/10/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 03/2025 by Julia Fletcher	10.00
04/10/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 03/2025 by Caroline Buthe	92.00
04/10/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 03/2025 by Sloane Bessey	295.00
04/10/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 03/2025 by Jacob Black	20.00
04/10/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 03/2025 by Aislinn Comiskey	100.00
04/10/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 03/2025 by Joshua Raphael	210.00
04/10/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 03/2025 by Rachel Golden	109.00
04/30/25	LEXISNEXIS RISK SOLUTIONS - Accurint Usage for 04/2025	13.74
	Total	1,266.20

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

Westlaw Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/01/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Beauchamp, Michael James on 4/1/2025	446.23
04/01/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 4/1/2025	113.25
04/01/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Buthe, Caroline on 4/1/2025	1.82
04/01/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Prather, Armando on 4/1/2025	84.48
04/01/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Thakran, Ishaan Grover on 4/1/2025	27.63
04/01/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Burton, Brenda on 4/1/2025	168.98
04/01/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/1/2025	110.51
04/01/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 4/1/2025	84.48
04/01/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Comiskey, Aislinn on 4/1/2025	56.17
04/01/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by King, Joshua on 4/1/2025	28.16
04/02/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 4/2/2025	28.16
04/02/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/2/2025	165.78
04/02/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ben-Shahar, Ziv on 4/2/2025	65.49
04/02/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Prather, Armando on 4/2/2025	130.99
04/03/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Comiskey, Aislinn on 4/3/2025	110.51
04/03/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/3/2025	110.51
04/03/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Bessey, Sloane on 4/3/2025	82.88

Legal Services for the Period Ending April 30, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050121438
 Matter Number: 58395-27

04/04/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 4/4/2025	335.53
04/04/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 4/4/2025	4.54
04/04/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Seibert, Susan on 4/4/2025	182.96
04/04/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Bessey, Sloane on 4/4/2025	55.26
04/06/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 4/6/2025	20.10
04/07/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 4/7/2025	561.67
04/08/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Putrino, Emanuele on 4/8/2025	19.72
04/08/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Osborne, Sarah on 4/8/2025	0.90
04/08/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Raphael, Joshua on 4/8/2025	47.35
04/08/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Wetzel, Quin on 4/8/2025	140.81
04/08/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Comiskey, Aislinn on 4/8/2025	333.36
04/08/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/8/2025	55.26
04/08/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Manetta, Dominick on 4/8/2025	27.63
04/09/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Manetta, Dominick on 4/9/2025	85.62
04/09/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 4/9/2025	28.16
04/09/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Osborne, Sarah on 4/9/2025	29.45
04/09/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/9/2025	398.62
04/09/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Comiskey, Aislinn on 4/9/2025	84.70
04/10/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 4/10/2025	56.32

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

04/10/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/10/2025	27.63
04/10/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Buthe, Caroline on 4/10/2025	10.00
04/10/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fox, Garrett on 4/10/2025	112.92
04/11/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 4/11/2025	4.54
04/11/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/11/2025	55.26
04/11/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Comiskey, Aislinn on 4/11/2025	277.20
04/13/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Manetta, Dominick on 4/13/2025	138.15
04/14/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Comiskey, Aislinn on 4/14/2025	792.34
04/14/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Buthe, Caroline on 4/14/2025	1.67
04/14/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/14/2025	253.71
04/14/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Wetzel, Quin on 4/14/2025	25.37
04/15/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Wetzel, Quin on 4/15/2025	28.16
04/15/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Comiskey, Aislinn on 4/15/2025	30.35
04/15/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 4/15/2025	187.68
04/15/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/15/2025	110.51
04/16/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 4/16/2025	0.90
04/16/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/16/2025	304.83
04/17/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 4/17/2025	124.15

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

04/17/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Manetta, Dominick on 4/17/2025	1.82
04/18/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/18/2025	27.63
04/18/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, Sarah on 4/18/2025	2.78
04/21/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Wetzel, Quin on 4/21/2025	28.16
04/21/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 4/21/2025	84.48
04/21/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, Sarah on 4/21/2025	2.78
04/21/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/21/2025	82.88
04/22/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 4/22/2025	234.28
04/22/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 4/22/2025	132.97
04/22/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/22/2025	17.63
04/22/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, Sarah on 4/22/2025	0.92
04/23/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Wetzel, Quin on 4/23/2025	140.81
04/23/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 4/23/2025	132.74
04/23/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 4/23/2025	303.92
04/24/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Wetzel, Quin on 4/24/2025	56.32
04/29/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 4/29/2025	59.80
	Total	8,079.28

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

LexisNexis Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/01/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/1/2025 by Brenda Burton	328.81
04/01/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/1/2025 by Brian Messing	338.50
04/02/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/2/2025 by Brian Messing	51.72
04/04/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/4/2025 by Susan Seibert	1,711.69
04/06/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/6/2025 by Michael Kenstowicz	69.28
04/08/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/8/2025 by Brian Messing	135.89
04/08/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/8/2025 by Joshua Raphael	119.67
04/09/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/9/2025 by Dominick Manetta	67.95
04/09/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/9/2025 by Brian Messing	291.04
04/10/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/10/2025 by Brian Messing	51.72
04/11/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/11/2025 by Aislinn Comiskey	67.95
04/13/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/13/2025 by Dominick Manetta	135.89
04/14/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/14/2025 by Aislinn Comiskey	67.95
04/15/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/15/2025 by Brian Messing	51.72
04/16/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/16/2025 by Brian Messing	51.72
04/21/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/21/2025 by Brian Messing	103.43
04/22/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/22/2025 by Brian Messing	155.15
04/23/25	RELX Inc DBA LexisNexis - LexisNexis Research on 4/23/2025 by Brian Messing	258.58
	Total	4,058.66

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

Overtime Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/20/25	Michael Beauchamp, Taxi, overtime transportation from office to home	32.27
02/25/25	Michael Beauchamp - Taxi, overtime transportation from office to home	24.40
03/04/25	Maddison Levine - Taxi, overtime transportation from office to home	47.91
03/06/25	Maddison Levine - Taxi, overtime transportation from office to home	30.17
03/13/25	Michael Beauchamp, Taxi, overtime transportation from office to home	27.95
03/19/25	Maddison Levine - Taxi, overtime transportation from office to home	30.92
03/26/25	Michael Beauchamp, Taxi, overtime transportation from office to home	32.56
03/31/25	Maddison Levine - Taxi, overtime transportation from office to home	61.95
03/31/25	Brian Nakhaimousa - Taxi, overtime transportation from office to home	19.23
04/01/25	Uzo Dike - Taxi, overtime transportation from office to home	80.00
04/02/25	Joshua King - Taxi, overtime transportation from office to home	33.94
04/02/25	Uzo Dike - Taxi, overtime transportation from office to home	87.88
04/03/25	Carlos Estrada - Taxi, overtime transportation from office to home	12.46
04/03/25	Uzo Dike - Taxi, overtime transportation from office to home	50.00
04/06/25	Shawn OHargan, Taxi, overtime transportation from office to home	62.28
04/09/25	Maddison Levine, Taxi, overtime transportation from office to home	31.93
04/09/25	Jeffrey Ross Goldfine, Taxi, overtime transportation from office to home	25.19
04/10/25	Dominick Vito Manetta - Taxi, overtime transportation from office to home, 3/21/2025	38.43
04/10/25	Dominick Vito Manetta -Taxi, overtime transportation from office to home, 3/24/2025	32.57
04/15/25	Maddison Levine, Taxi, overtime transportation from office to home	25.93
04/16/25	Maddison Levine, Taxi, overtime transportation from office to home	33.90

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

04/22/25	Maddison Levine, Taxi, overtime transportation from office to home	31.98
04/23/25	Maddison Levine, Taxi, overtime transportation from office to home	34.79
04/23/25	Brian Nakhaimousa - Taxi, overtime transportation from office to home	15.73
04/28/25	Sloane Bessey - Taxi, overtime transportation from office to home	15.90
04/29/25	Caroline Buthe, Taxi, overtime transportation from office to home	20.37
04/29/25	Dominick Vito Manetta, Taxi, overtime transportation from office to home	19.68
	Total	960.32

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

Overtime Meals - Non-Attorney

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/06/25	GRUBHUB HOLDINGS INC - Dike Uzo 4/3/2025 OT Meal	40.75
	Total	40.75

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

Overtime Meals - Attorney

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/30/25	GRUBHUB HOLDINGS INC - Raphael Joshua 3/25/2025 OT Meal	52.50
03/30/25	GRUBHUB HOLDINGS INC - Huang Keli 3/25/2025 OT Meal	52.11
03/30/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 3/25/2025 OT Meal	52.50
03/30/25	GRUBHUB HOLDINGS INC - Golden Rachel 3/30/2025 OT Meal	52.50
03/30/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 3/24/2025 OT Meal	50.86
03/30/25	GRUBHUB HOLDINGS INC - Golden Rachel 3/25/2025 OT Meal	52.50
03/30/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 3/25/2025 OT Meal	43.03
03/30/25	GRUBHUB HOLDINGS INC - Mohamed Adam 3/26/2025 OT Meal	52.50
03/30/25	GRUBHUB HOLDINGS INC - Mohamed Adam 3/25/2025 OT Meal	46.22
04/06/25	GRUBHUB HOLDINGS INC - Huang Keli 4/1/2025 OT Meal	52.50
04/06/25	GRUBHUB HOLDINGS INC - Huang Keli 4/3/2025 OT Meal	50.14
04/06/25	GRUBHUB HOLDINGS INC - Levine Maddison 3/31/2025 OT Meal	45.97
04/06/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 3/31/2025 OT Meal	45.97
04/06/25	GRUBHUB HOLDINGS INC - Goldfine Jeffrey Ross 3/31/2025 OT Meal	43.84
04/06/25	GRUBHUB HOLDINGS INC - Golden Rachel 4/1/2025 OT Meal	34.11
04/06/25	GRUBHUB HOLDINGS INC - Huang Keli 4/2/2025 OT Meal	51.72
04/13/25	GRUBHUB HOLDINGS INC - Huang Keli 4/8/2025 OT Meal	50.01
04/13/25	GRUBHUB HOLDINGS INC - Goldfine Jeffrey Ross 4/9/2025 OT Meal	41.02
04/20/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 4/14/2025 OT Meal	41.88
04/20/25	GRUBHUB HOLDINGS INC - Golden Rachel 4/14/2025 OT Meal	41.87
04/20/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 4/17/2025 OT Meal	45.73

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

04/20/25	GRUBHUB HOLDINGS INC - Raphael Joshua 4/14/2025 OT Meal	41.88
04/20/25	GRUBHUB HOLDINGS INC - Levine Maddison 4/14/2025 OT Meal	41.87
04/27/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 4/22/2025 OT Meal	26.66
04/27/25	GRUBHUB HOLDINGS INC - Huang Keli 4/24/2025 OT Meal	47.22
04/27/25	GRUBHUB HOLDINGS INC - Huang Keli 4/25/2025 OT Meal	48.83
	Total	1,205.94

Legal Services for the Period Ending April 30, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050121438
Matter Number: 58395-27

Computer Database Research - Soft

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/29/25	SAEGIS Trademark Database Charges	1,000.00
04/01/25	PACER Usage for 04/2025	7.60
04/01/25	PACER Usage for 04/2025	32.90
04/01/25	PACER Usage for 04/2025	16.90
04/01/25	PACER Usage for 04/2025	6.20
04/01/25	PACER Usage for 04/2025	49.20
04/01/25	PACER Usage for 04/2025	1.60
04/01/25	PACER Usage for 04/2025	4.10
04/01/25	PACER Usage for 04/2025	6.20
04/01/25	PACER Usage for 04/2025	1.40
04/01/25	PACER Usage for 04/2025	114.60
04/01/25	PACER Usage for 04/2025	38.10
04/01/25	PACER Usage for 04/2025	10.20
04/01/25	PACER Usage for 04/2025	6.00
04/01/25	PACER Usage for 04/2025	18.90
04/01/25	PACER Usage for 04/2025	22.40
04/01/25	PACER Usage for 04/2025	17.50
04/01/25	PACER Usage for 04/2025	122.10
04/14/25	SAEGIS Trademark Database Charges	45.72
	Total	1,521.62
TOTAL EXPENSES		\$ 25,079.77

**Detailed Description of Expenses and Disbursements From
May 1, 2025 to June 2, 2025**

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122379

Client Matter: 58395-27

In the Matter of Expenses

For expenses incurred through June 8, 2025
(see attached Description of Expenses for detail)

\$ 63,795.23

Total expenses incurred

\$ 63,795.23

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Description of Expenses

<u>Description</u>	<u>Amount</u>
Standard Copies or Prints	88.50
Color Copies or Prints	127.05
Outside Messenger Services	28.00
Local Transportation	989.25
Travel Expense	9,273.79
Airfare	11,855.10
Transportation to/from airport	1,666.46
Travel Meals	715.66
Car Rental	176.72
Other Travel Expenses	240.00
Court Reporter Fee/Deposition	8,366.94
Outside Video Services	2,510.00
Outside Retrieval Service	20,474.32
Computer Database Research	1,338.87
Westlaw Research	1,846.65
LexisNexis Research	2,046.74
Overtime Transportation	519.59
Overtime Meals - Attorney	1,440.39
Computer Database Research - Soft	91.20
Total	\$ 63,795.23

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050122379
 Matter Number: 58395-27

Description of Expenses

Standard Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/01/25	Standard Copies or Prints	30.50
05/07/25	Standard Copies or Prints	4.30
05/14/25	Standard Copies or Prints	16.00
05/14/25	Standard Copies or Prints	11.00
05/15/25	Standard Copies or Prints	5.30
05/15/25	Standard Copies or Prints	1.60
05/15/25	Standard Copies or Prints	11.10
05/16/25	Standard Copies or Prints	8.70
	Total	88.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Color Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/01/25	Color Copies or Prints	36.30
05/07/25	Color Copies or Prints	35.75
05/14/25	Color Copies or Prints	8.80
05/15/25	Color Copies or Prints	4.40
05/15/25	Color Copies or Prints	30.80
05/16/25	Color Copies or Prints	11.00
	Total	127.05

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Outside Messenger Services

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/18/25	CROWN DELIVERY & LOGISTICS - Courier Deliveries	28.00
	Total	28.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Local Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/05/25	Brian Nakhaimousa - Taxi, Travel to Wilmington, DE for hearing	27.75
05/05/25	Brian Nakhaimousa - Taxi, Travel to Wilmington, DE for hearing	7.97
05/05/25	Maddison Levine - Taxi, Transportation to train station for hearing	40.12
05/06/25	Jeffrey Ross Goldfine - Taxi, Hearing	10.98
05/06/25	Jeffrey Ross Goldfine - Taxi, Hearing	27.57
05/06/25	Brian Nakhaimousa - Taxi, Travel to Wilmington, DE for hearing	57.60
05/06/25	Maddison Levine -Taxi, Transportation home from hearing	42.95
05/06/25	Maddison Levine - Maddison Levine, Taxi, Transportation	7.93
05/18/25	Maddison Levine - Taxi, Transportation to train station for hearing	23.99
05/18/25	Brian Nakhaimousa - Taxi, Delaware travel for hearing	29.74
05/18/25	Brian Nakhaimousa - Taxi, Delaware travel for hearing	15.98
05/19/25	Brian Messing - Taxi, Uber to Penn Station for hearing	53.67
05/19/25	Sarah Osborne - Taxi, Uber from home to NY Penn for hearing	33.99
05/19/25	Joshua Raphael - Taxi, Attend hearing.	6.95
05/19/25	Quin Wetzel - Quin Wetzel, Taxi, Attend hearing	25.34
05/19/25	Sarah Osborne - Taxi, Uber from train station to YCST office for hearing	13.99
05/20/25	Brian Messing - Taxi to office from Penn station for hearing	122.40
05/20/25	Sarah Osborne -Taxi, Lyft home from Baltimore train station from hearing	21.06
05/20/25	Brian Nakhaimousa - Taxi, Delaware travel for hearing	10.66
05/20/25	Joshua Raphael - Taxi, Transportation from train station from hearing	31.98
05/20/25	Maddison Levine - Taxi, Transportation from train station from hearing	42.95
05/20/25	Derek I. Hunter - Taxi, Attend court hearing. Uber home from train station	54.02
05/20/25	Brian Nakhaimousa - Taxi, Delaware travel for hearing	59.38
05/20/25	Sarah Osborne - Taxi, Uber from YCST office to train station from hearing	7.29
05/23/25	BOSTON COACH CORPORATION - 05/19/2025 Nicole L Greenblatt Pick Up at AMTRAK WILMINGTON 100 S French St WILMINGTON DE 19801 and Drop Off at Hotel	212.99
	Total	989.25

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Travel Expense

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/05/25	Brian Nakhaimousa - Lodging, Wilmington, DE	450.00
05/05/25	Ziv Ben-Shahar - Lodging, Wilmington, DE	450.00
05/06/25	Maddison Levine - Lodging, Wilmington, DE	450.00
05/06/25	Derek I. Hunter - Lodging, Wilmington, DE	335.61
05/18/25	Bill Arnault, P.C. - Lodging, Wilmington, DE	365.31
05/18/25	Brian Nakhaimousa - Lodging, Wilmington, DE	450.00
05/18/25	Melanie MacKay - Lodging, Wilmington, DE	407.00
05/18/25	Shayne Henry - Lodging, Wilmington, DE	328.90
05/19/25	Sarah Osborne - Lodging, Wilmington DE	411.40
05/19/25	Luz Tur-Sinai Gozal - Lodging, Wilmington, DE	411.40
05/19/25	Bill Arnault, P.C. - Lodging, Wilmington, DE	450.00
05/19/25	Michael Beauchamp - Lodging, Wilmington, DE	450.00
05/19/25	Brian Nakhaimousa - Lodging, Wilmington, DE	450.00
05/19/25	Melanie MacKay - Lodging, Wilmington, DE	407.00
05/19/25	Quin Wetzel -Lodging, Wilmington, DE	450.00
05/19/25	Derek I. Hunter - Lodging, Wilmington, DE	411.40
05/19/25	Shayne Henry - Lodging, Wilmington, DE	411.40
05/20/25	Brian Messing - Lodging, Wilmington DE	450.00
05/20/25	Nicole L. Greenblatt, P.C. - Lodging, Wilmington DE	411.57
05/20/25	Joshua Raphael - Lodging, Wilmington, DE	500.00
05/20/25	Maddison Levine - Lodging, Wilmington, DE, 2 nights, 5/18/2025 & 5/19/2025	822.80
	Total	9,273.79

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Airfare

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/01/25	Ziv Ben-Shahar -Airfare (coach), Travel to Wilmington, DE	910.49
05/02/25	Brian Nakhaimousa - Rail, Travel to Wilmington, DE	478.80
05/03/25	Derek I. Hunter - Airfare (coach), DE to attend client meeting and court hearing	791.90
05/05/25	Jeffrey Ross Goldfine - Rail, Travel to Wilmington, DE	557.80
05/06/25	Brian Nakhaimousa - Rail, Travel to Wilmington, DE	48.40
05/06/25	Ziv Ben-Shahar - Airfare, Travel to Wilmington, DE	(111.33)
05/06/25	Maddison Levine -Rail, Travel to Wilmington, DE	592.90
05/13/25	Brian Nakhaimousa - Rail, NY Penn to Wilmington, DE	343.50
05/14/25	Bill Arnault, P.C. - Airfare, Wilmington, DE	(785.41)
05/14/25	Derek I. Hunter – Airfare (coach), Travel to Wilmington, DE	353.68
05/14/25	Derek I. Hunter - Rail, Wilmington, DE to attend court hearing.	155.70
05/15/25	Luz Tur-Sinai Gozal – Airfare (coach), Travel to Wilmington, DE	800.00
05/15/25	Melanie MacKay – Airfare (coach), Travel to Wilmington, DE	800.00
05/15/25	Shayne Henry – Airfare (coach), Travel to Wilmington, DE	1,736.16
05/16/25	Michael Beauchamp - Airfare (coach), Travel to Wilmington, DE	880.96
05/17/25	Bill Arnault, P.C. – Airfare (coach), Travel to Philadelphia, PA / Wilmington, DE	878.28
05/18/25	Maddison Levine - Rail, Travel to Wilmington, DE	343.50
05/19/25	Sarah Osborne - Rail, Travel to Wilmington DE	229.50
05/19/25	Nicole L. Greenblatt, P.C. - Rail, Roundtrip NY to Wilmington DE	943.00
05/19/25	Joshua Raphael - Rail, Travel to Wilmington, DE	564.80
05/20/25	Derek I. Hunter - Rail, Travel to Wilmington, DE.	281.30
05/20/25	Brian Messing - Rail, Travel to Wilmington DE	582.30
05/20/25	Sarah Osborne - Rail, Travel from Wilmington, DE to NY	25.00
05/20/25	Bill Arnault, P.C. – Airfare, Attend confirmation hearing in Wilmington, DE	(310.21)
05/20/25	Bill Arnault, P.C. – Airfare (coach), Attend confirmation hearing in Wilmington, DE	568.08
05/20/25	Maddison Levine - Rail, Hearing ended late and attorney had to change return ticket.	98.00
05/20/25	Brian Nakhaimousa - Rail, Hearing ended late and attorney had to change return ticket	98.00
	Total	11,855.10

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Transportation to/from airport

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/05/25	Ziv Ben-Shahar - Transportation To/From Airport, Travel to Wilmington, DE to attend the Franchise hearing	104.64
05/05/25	Derek I. Hunter - Transportation To/From Airport, Attend client meeting and court hearing	51.32
05/05/25	Derek I. Hunter - Transportation To/From Airport, Attend client meeting and court hearing	163.65
05/06/25	Ziv Ben-Shahar - Transportation To/From Airport, Travel to Wilmington, DE to attend the Franchise hearing	71.55
05/06/25	Ziv Ben-Shahar - Transportation To/From Airport, Travel to Wilmington, DE to attend the Franchise hearing	105.08
05/06/25	Ziv Ben-Shahar - Transportation To/From Airport, Travel to Wilmington, DE to attend the Franchise hearing	91.90
05/06/25	Derek I. Hunter - Transportation To/From Airport, Attend client meeting and court hearing	111.02
05/18/25	Bill Arnault, P.C. - Transportation To/From Airport, Attend confirmation hearing in Wilmington, DE	152.17
05/18/25	Bill Arnault, P.C. - Transportation To/From Airport, Attend confirmation hearing in Wilmington, DE	149.71
05/18/25	Shayne Henry - Shayne Henry, Transportation To/From Airport, FRG Confirmation Hearing	49.94
05/19/25	Luz Tur-Sinai Gozal - Transportation To/From Airport, Travel to Wilmington, DE to attend the Franchise Group Confirmation Hearing	89.92
05/19/25	Derek I. Hunter - Transportation To/From Airport, Attend court hearing	51.00
05/19/25	Derek I. Hunter - Transportation To/From Airport, Attend court hearing	121.12
05/20/25	Luz Tur-Sinai Gozal - Transportation To/From Airport, Travel to Wilmington, DE to attend the Franchise Group Confirmation Hearing	87.96
05/20/25	Bill Arnault, P.C. - Transportation To/From Airport, Attend confirmation hearing in Wilmington, DE	114.92
05/20/25	Bill Arnault, P.C. - Transportation To/From Airport, Attend confirmation hearing in Wilmington, DE	107.09
05/20/25	Melanie MacKay - Transportation To/From Airport, Travel to Wilmington, DE to attend Hearing	43.47
	Total	1,666.46

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Travel Meals

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/05/25	Ziv Ben-Shahar - Travel Meals, Travel to Wilmington, DE to attend the Franchise hearing	9.44
05/05/25	Maddison Levine - Travel Meals, Delaware Dinner Maddison Levine, Brian Nakhaimousa, Ziv Ben-Shahar	149.41
05/06/25	Ziv Ben-Shahar -Travel Meals, Travel to Wilmington, DE to attend the Franchise hearing	35.45
05/06/25	Maddison Levine - Travel Meals, Delaware for hearing	12.74
05/18/25	Brian Nakhaimousa -Travel Meals, Delaware travel	25.45
05/18/25	Bill Arnault, P.C. - Travel Meals, Wilmington, DE Attend confirmation hearing	59.15
05/18/25	Maddison Levine - Travel Meals, Wilmington DE Dinner for hearing	39.35
05/18/25	Brian Nakhaimousa - Travel Meals, AMTRAK Travel to Delaware for hearing	25.45
05/18/25	Shayne Henry - Travel Meals, FRG Confirmation Hearing	18.60
05/19/25	Luz Tur-Sinai Gozal - Travel Meals, Wilmington, DE to attend the Franchise Group Confirmation Hearing	22.66
05/19/25	Joshua Raphael - Travel Meals, FRG Confirmation Hearing	31.54
05/19/25	Melanie MacKay - Hotel - Travel Meals, Wilmington, DE = to attend Hearing	41.50
05/19/25	Shayne Henry - Travel Meals, Wilmington, DE FRG Confirmation Hearing	8.70
05/19/25	Shayne Henry - Travel Meals, Wilmington, DE FRG Confirmation Hearing	68.65
05/20/25	Luz Tur-Sinai Gozal - Travel Meals, Travel to Wilmington, DE to attend the Franchise Group Confirmation Hearing	30.10
05/20/25	Luz Tur-Sinai Gozal - Travel Meals, Travel to Wilmington, DE to attend the Franchise Group Confirmation Hearing	45.98
05/20/25	Nicole L. Greenblatt, P.C. - Travel Meals, NY Wilmington DE Attend FRG Hearing	40.00
05/20/25	Bill Arnault, P.C. - Travel Meals, Wilmington, DE Attend confirmation hearing	9.97
05/20/25	Joshua Raphael - Travel Meals, FRG Confirmation Hearing	20.36
05/20/25	Bill Arnault, P.C. - Travel Meals, Wilmington, DE, to attend confirmation hearing	6.00
05/20/25	Shayne Henry - Travel Meals, FRG Confirmation Hearing	15.16
	Total	715.66

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Car Rental

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/20/25	Melanie MacKay - Car Rental, travel to Wilmington, DE to attend Hearing.	176.72
	Total	176.72

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050122379
 Matter Number: 58395-27

Other Travel Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/18/25	Melanie MacKay - Hotel - Parking, Wilmington, DE to attend Hearing	45.00
05/19/25	Melanie MacKay - Hotel - Parking, Wilmington, DE to attend Hearing	45.00
05/20/25	Melanie MacKay - Hotel - Parking, Wilmington, DE to attend Hearing	45.00
05/20/25	Shayne Henry -Hotel - Parking, Wilmington, DE to attend Confirmation Hearing	105.00
	Total	240.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Court Reporter Fee/Deposition

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/13/25	RELIABLE WILMINGTON - Transcript Order	63.80
05/23/25	VERITEXT - N. Augustine Deposition Transcript Fees	8,303.14
	Total	8,366.94

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Outside Video Services

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/23/25	VERITEXT - N. Augustine videography fees. 2025-05-23	2,510.00
	Total	2,510.00

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Outside Retrieval Service

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/21/25	CSC - Document retrieval.	19,383.35
05/30/25	CSC - Document retrieval.	1,090.97
	Total	20,474.32

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Computer Database Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/08/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2025 by Ziv Ben-Shahar	60.00
05/08/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2025 by Caroline Buthe	182.00
05/08/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2025 by Brian Nakhaimousa	80.00
05/08/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2025 by Aislinn Comiskey	200.00
05/08/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2025 by Ishaan Thakran	14.00
05/08/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2025 by Dominick Manetta	40.00
05/08/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2025 by Rachel Golden	48.00
05/08/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2025 by Sloane Bessey	32.00
05/08/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2025 by Michael Beauchamp	288.00
05/08/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2025 by Joshua Raphael	36.00
05/08/25	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2025 by Sarah Osborne	355.00
05/31/25	PROQUEST LLC - Proquest Usage for 05/2025	3.87
	Total	1,338.87

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Westlaw Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/01/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 5/1/2025	32.94
05/01/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 5/1/2025	4.02
05/07/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 5/7/2025	82.40
05/07/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 5/7/2025	24.45
05/07/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 5/7/2025	0.80
05/08/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 5/8/2025	99.90
05/08/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 5/8/2025	24.45
05/09/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 5/9/2025	0.80
05/09/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, Sarah on 5/9/2025	49.96
05/10/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 5/10/2025	24.98
05/10/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 5/10/2025	97.78
05/11/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 5/11/2025	48.90
05/11/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Raphael, Joshua on 5/11/2025	73.34
05/12/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Osborne, Sarah on 5/12/2025	75.76
05/15/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Prather, Armando on 5/15/2025	1.64
05/15/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 5/15/2025	50.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

05/15/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Bessey, Sloane on 5/15/2025	73.34
05/16/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 5/16/2025	49.70
05/16/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fenty, Kai on 5/16/2025	24.98
05/17/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 5/17/2025	73.34
05/18/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Mary Catherine on 5/18/2025	24.45
05/18/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Buthe, Caroline on 5/18/2025	48.90
05/18/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 5/18/2025	97.78
05/19/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 5/19/2025	164.13
05/19/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Angarola, Michael on 5/19/2025	0.82
05/19/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 5/19/2025	53.72
05/19/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Raphael, Joshua on 5/19/2025	24.45
05/22/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Angarola, Michael on 5/22/2025	2.46
05/22/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 5/22/2025	146.68
05/22/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 5/22/2025	49.96
05/23/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 5/23/2025	24.45
05/23/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Nakhaimousa, Brian on 5/23/2025	24.45
05/23/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Suarez, James on 5/23/2025	24.98
05/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Suarez, James on 5/27/2025	49.96

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050122379
 Matter Number: 58395-27

05/28/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Kamraczewski, Mary Beth on 5/28/2025	24.98
05/30/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 5/30/2025	146.68
05/30/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by McKenzie, Mallory on 5/30/2025	23.82
	Total	1,846.65

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

LexisNexis Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/02/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/2/2025 by Brian Messing	51.72
05/07/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/7/2025 by Brian Messing	202.51
05/08/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/8/2025 by Brian Messing	51.72
05/09/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/9/2025 by Brian Messing	155.15
05/09/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/9/2025 by Sarah Jones	254.76
05/10/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/10/2025 by Brian Messing	155.15
05/13/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/13/2025 by Matt Advani	88.24
05/16/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/16/2025 by Nicholas Warther	58.83
05/16/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/16/2025 by Sarah Jones	101.00
05/17/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/17/2025 by Sarah Jones	303.05
05/18/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/18/2025 by Sarah Jones	294.17
05/18/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/18/2025 by Brian Messing	51.72
05/19/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/19/2025 by Brian Messing	51.72
05/21/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/21/2025 by Dominick Manetta	76.21
05/30/25	RELX Inc DBA LexisNexis - LexisNexis Research on 5/30/2025 by Brian Messing	150.79
	Total	2,046.74

Legal Services for the Period Ending June 2, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050122379
 Matter Number: 58395-27

Overtime Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/01/25	Dominick Vito Manetta -Taxi, overtime travel from office to home.	40.22
05/01/25	Brian Nakhaimousa - Taxi, Overtime travel from office to home.	13.99
05/05/25	Dominick Vito Manetta - Taxi, overtime travel from office to home.	35.68
05/12/25	Dominick Vito Manetta - Taxi, overtime travel from office to home.	29.95
05/14/25	Maddison Levine - Taxi, Overtime transportation from office to home.	24.92
05/14/25	Cara Li - Taxi, overtime travel from office to home.	90.20
05/15/25	Uzo Dike, Taxi, Overtime transportation from office to home.	65.00
05/16/25	Maddison Levine - Taxi, Overtime transportation from office to home.	27.96
05/16/25	Brian Nakhaimousa - Taxi, Overtime taxi from office to home..	13.29
05/21/25	Cara Li - Taxi, overtime travel from office to home.	96.66
05/29/25	Maddison Levine - Taxi, Overtime transportation from office to home.	41.56
06/02/25	Maddison Levine - Taxi, Overtime transportation from office to home.	26.94
06/02/25	Brian Nakhaimousa - Taxi, overtime transportation from office to home.	13.22
	Total	519.59

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Overtime Meals - Attorney

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/04/25	GRUBHUB HOLDINGS INC - Levine Maddison 4/28/2025 OT Meal 2025-05-04	45.38
05/04/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 4/29/2025 OT Meal 2025-05-04	51.31
05/04/25	GRUBHUB HOLDINGS INC - Buthe Caroline 4/29/2025 OT Meal 2025-05-04	52.47
05/04/25	GRUBHUB HOLDINGS INC - Huang Keli 5/1/2025 OT Meal 2025-05-04	52.50
05/04/25	GRUBHUB HOLDINGS INC - Bessey Sloane 4/29/2025 OT Meal 2025-05-04	37.87
05/04/25	GRUBHUB HOLDINGS INC - Huang Keli 4/28/2025 OT Meal 2025-05-04	47.22
05/10/25	James B. Dickson - Overtime Meals - Attorney, New York, NY Overtime meal.	47.90
05/11/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 5/8/2025 OT Meal 2025-05-11	28.02
05/11/25	GRUBHUB HOLDINGS INC - Huang Keli 5/5/2025 OT Meal 2025-05-11	52.50
05/11/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 5/5/2025 OT Meal 2025-05-11	49.95
05/11/25	GRUBHUB HOLDINGS INC - Huang Keli 5/7/2025 OT Meal 2025-05-11	52.50
05/11/25	GRUBHUB HOLDINGS INC - Huang Keli 5/6/2025 OT Meal 2025-05-11	51.27
05/11/25	GRUBHUB HOLDINGS INC - Mohamed Adam 5/8/2025 OT Meal 2025-05-11	52.50
05/11/25	GRUBHUB HOLDINGS INC - Huang Keli 5/8/2025 OT Meal 2025-05-11	49.68
05/18/25	GRUBHUB HOLDINGS INC - Black Jacob E. 5/13/2025 OT Meal 2025-05-18	43.83
05/18/25	GRUBHUB HOLDINGS INC - Osborne Sarah 5/13/2025 OT Meal 2025-05-18	29.57
05/18/25	GRUBHUB HOLDINGS INC - Huang Keli 5/16/2025 OT Meal 2025-05-18	48.69
05/18/25	GRUBHUB HOLDINGS INC - Huang Keli 5/12/2025 OT Meal 2025-05-18	51.70
05/18/25	GRUBHUB HOLDINGS INC - Raphael Joshua 5/13/2025 OT Meal 2025-05-18	52.50

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

05/18/25	GRUBHUB HOLDINGS INC - Levine Maddison 5/15/2025 OT Meal 2025-05-18	51.42
05/18/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 5/15/2025 OT Meal 2025-05-18	51.42
05/18/25	GRUBHUB HOLDINGS INC - Huang Keli 5/15/2025 OT Meal 2025-05-18	50.33
05/25/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 5/19/2025 OT Meal 2025-05-25	33.33
05/25/25	GRUBHUB HOLDINGS INC - Cheema Gursheen 5/21/2025 OT Meal 2025-05-25	34.97
06/01/25	GRUBHUB HOLDINGS INC - Manetta Dominick Vito 5/28/2025 OT Meal 2025-06-01	34.69
06/01/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 5/29/2025 OT Meal 2025-06-01	30.53
06/01/25	GRUBHUB HOLDINGS INC - Levine Maddison 5/29/2025 OT Meal 2025-06-01	30.53
06/01/25	GRUBHUB HOLDINGS INC - Huang Keli 5/28/2025 OT Meal 2025-06-01	48.50
06/01/25	GRUBHUB HOLDINGS INC - Huang Keli 5/27/2025 OT Meal 2025-06-01	51.70
06/02/25	GRUBHUB HOLDINGS INC - Huang Keli 6/2/2025 OT Meal	48.83
06/02/25	Brian Nakhaimousa - Overtime Meals - Attorney, POKE BOWL Franchise Group. OT Dinner. Brian Nakhaimousa, Maddison Levine 06/02/2025	76.78
	Total	1,440.39

Legal Services for the Period Ending June 2, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122379
Matter Number: 58395-27

Computer Database Research - Soft

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/28/25	SAEGIS Trademark Database Charges	91.20
	Total	91.20
TOTAL EXPENSES		\$ 63,795.23

Exhibit K

Detailed Description of Services Provided During TopCo Final Fee Period

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122669
Client Matter: 58395-4

In the Matter of Disclosure Statement/Plan/Confirmation

For legal services rendered through July 1, 2025
(see attached Description of Legal Services for detail)

\$ 94,752.00

Total legal services rendered

\$ 94,752.00

Legal Services for the Period Ending July 1, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122669
Matter Number: 58395-4

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ziv Ben-Shahar	0.60	1,195.00	717.00
Danny Brown	1.30	1,185.00	1,540.50
Jeffrey Ross Goldfine	0.30	1,745.00	523.50
Nicole L. Greenblatt, P.C.	0.50	2,595.00	1,297.50
Shayne Henry	0.20	1,695.00	339.00
Keli Huang	0.30	1,725.00	517.50
Derek I. Hunter	7.50	1,735.00	13,012.50
Maddison Levine	1.40	1,525.00	2,135.00
Maddison Levine	16.70	1,465.00	24,465.50
Christian Mancino	1.40	395.00	553.00
Brian Messing	13.70	1,065.00	14,590.50
Sarah Osborne	0.50	1,065.00	532.50
Joshua Raphael	9.60	1,195.00	11,472.00
Luz Tur-Sinai Gozal	26.20	880.00	23,056.00
TOTALS	80.20		\$ 94,752.00

Legal Services for the Period Ending July 1, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122669
Matter Number: 58395-4

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/04/25	Derek I. Hunter	0.50	Conference with M. Levine, K&E team, Company, PH, Ducera, Lazard, Alix re TopCo confirmation, related considerations.
06/05/25	Jeffrey Ross Goldfine	0.30	Telephone conference with M. Levine, K&E team, PH, advisors re TopCo confirmation, next steps.
06/11/25	Derek I. Hunter	0.70	Conference and correspond with M. Levine, K&E teams re TopCo confirmation, plan, deal strategy, next step.
06/11/25	Maddison Levine	1.80	Telephone conference with D. Hunter, K&E team, YCST re TopCo confirmation, claims objection issues (.6); prepare for same (.4); telephone conference with B. Nakhaimousa, K&E team re TopCo confirmation pleadings, next steps (.5); review, analyze issues re same (.3).
06/11/25	Brian Messing	1.50	Conference with D. Hunter, K&E team, YCST re TopCo confirmation (.4); draft supplemental confirmation brief outline (.6); conference with M. Levine, K&E team re TopCo confirmation (.2); telephone conference with L. Tur-Sinai Gozal re same (.3).
06/11/25	Sarah Osborne	0.50	Telephone conference with M. Levine, K&E team re TopCo confirmation order, next steps.
06/11/25	Luz Tur-Sinai Gozal	1.40	Conference with D. Hunter, K&E team, YCST re TopCo confirmation (.5); conference with M. Levine, K&E team re same (.4); telephone conference with B. Messing re same (.3); correspond with B. Messing re same (.2).
06/12/25	Maddison Levine	0.50	Draft correspondence to B. Messing re TopCo confirmation plan, open items (.3); correspond with B. Messing, K&E team re same (.2).
06/12/25	Brian Messing	0.60	Draft correspondence to M. Levine re TopCo confirmation next steps (.4); correspond with M. Levine, K&E team re same (.2).

Legal Services for the Period Ending July 1, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122669
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/12/25	Luz Tur-Sinai Gozal	3.60	Research exclusivity tolling period (.2); correspond with B. Messing re same, confirmation declaration (.2); draft TopCo confirmation declaration (3.1); correspond with C. Mancino re drafting supplemental brief (.1).
06/13/25	Shayne Henry	0.20	Correspond with M. Levine re TopCo issues.
06/13/25	Keli Huang	0.30	Correspond with M. Levine, K&E team re TopCo asset treatment (.3).
06/13/25	Christian Mancino	1.10	Draft supplemental confirmation brief.
06/13/25	Luz Tur-Sinai Gozal	0.40	Draft confirmation declaration re TopCo confirmation.
06/15/25	Danny Brown	1.30	Research re potential claims re TopCo confirmation (1.1); draft correspondence re same (.2).
06/16/25	Derek I. Hunter	0.40	Telephone conference with YCST, M. Levine, K&E team re TopCo confirmation, next steps.
06/16/25	Maddison Levine	0.90	Telephone conferences with YCST, D. Hunter, K&E team re TopCo confirmation, open items, next steps (.4); review, analyze issues re same (.5).
06/16/25	Christian Mancino	0.30	Revise supplemental confirmation brief.
06/16/25	Brian Messing	1.40	Draft supplemental confirmation brief.
06/16/25	Luz Tur-Sinai Gozal	3.80	Correspond with B. Messing, K&E team re confirmation brief shell (.2); telephone conference with B. Messing, K&E team re confirmation brief and declaration (.4); draft supplemental confirmation declaration (3.2).
06/17/25	Derek I. Hunter	1.00	Correspond with M. Levine, K&E team re TopCo confirmation coordination, next steps (.4); review, analyze issues re same (.6).
06/17/25	Maddison Levine	1.30	Correspond with D. Hunter, K&E team re TopCo confirmation coordination, next steps (.4); review, analyze issues re same (.5); correspond with YCST re hearing re same, next steps (.4).
06/17/25	Brian Messing	1.30	Draft supplemental confirmation brief.
06/17/25	Luz Tur-Sinai Gozal	3.20	Draft supplemental confirmation declaration.
06/18/25	Derek I. Hunter	0.90	Telephone conference with B. Arnault, K&E team re TopCo confirmation, open items, next steps (.6); prepare for same (.3).

Legal Services for the Period Ending July 1, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122669
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/18/25	Maddison Levine	2.00	Telephone conference with B. Arnault, K&E team re TopCo confirmation, open items, next steps (.6); prepare for same (.5); correspond with YCST re same, process, materials (.3); correspond and conference with J. Raphael, K&E team re same, confirmation pleadings, related issues (.6).
06/18/25	Brian Messing	3.80	Draft supplemental confirmation brief (3.6); revise TopCo supplemental declaration (.2).
06/18/25	Joshua Raphael	0.60	Draft TopCo confirmation order.
06/18/25	Luz Tur-Sinai Gozal	1.30	Review, revise confirmation declaration re TopCo (.9); correspond with B. Messing re same (.1); conference with B. Messing re same (.3).
06/19/25	Brian Messing	0.20	Review, analyze correspondence re D&O insurance, Gale litigation re TopCo confirmation considerations.
06/20/25	Ziv Ben-Shahar	0.60	Analyze issues re TopCo confirmation.
06/20/25	Brian Messing	1.00	Revise, review supplemental confirmation declaration.
06/20/25	Luz Tur-Sinai Gozal	0.40	Correspond with B. Messing re supplemental confirmation declaration (.1); review, revise same (.3).
06/21/25	Brian Messing	0.30	Telephone conference with J. Black re TopCo confirmation issues.
06/21/25	Luz Tur-Sinai Gozal	1.40	Revise supplemental declaration (1.3); correspond with B. Messing re same (.1).
06/23/25	Derek I. Hunter	0.50	Correspond with M. Levine, K&E team re TopCo confirmation.
06/23/25	Maddison Levine	2.80	Review, revise TopCo supplemental brief, related declaration (1.8); correspond and conferences with B. Messing, K&E team re same (.5); correspond with YCST re TopCo confirmation hearing logistics (.3); review, analyze notice re same (.2).
06/23/25	Brian Messing	3.30	Revise, review supplemental confirmation declaration (.4); revise supplemental confirmation brief (2.9).
06/23/25	Joshua Raphael	5.40	Draft TopCo confirmation order (3.9); review, revise same (.6); correspond with B. Messing re same (.9).

Legal Services for the Period Ending July 1, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122669
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/23/25	Luz Tur-Sinai Gozal	6.20	Review, revise supplemental confirmation brief (.8); review, revise supplemental declaration (1.9); correspond with M. Levine, B. Messing re same (.2); review, revise draft supplemental declaration (.5); review, revise confirmation brief (2.7); correspond with B. Messing re same (.1).
06/24/25	Derek I. Hunter	0.70	Telephone conference with Company, M. Levine, K&E team re confirmation issues, next steps (.4); correspond with M. Levine, K&E team re same (.3).
06/24/25	Maddison Levine	2.60	Review, revise TopCo confirmation order (1.1); correspond with J. Raphael, K&E team re same (.3); review, revise supplemental TopCo confirmation brief, related declaration (.9); correspond with D. Hunter, K&E team re same, next steps (.3).
06/24/25	Brian Messing	0.30	Revise supplemental confirmation declaration (.1); review, analyze TopCo confirmation order (.2).
06/24/25	Joshua Raphael	1.30	Review, revise confirmation order (1.2); correspond with B. Messing, K&E team re same (.1).
06/24/25	Luz Tur-Sinai Gozal	4.00	Correspond with B. Messing, K&E team re supplemental confirmation brief (.2); review, revise supplemental declaration (.5); correspond with B. Messing re same (.1); review, revise confirmation declaration (3.2).
06/25/25	Derek I. Hunter	0.40	Correspond with J. Raphael, K&E team re TopCo confirmation, next steps.
06/25/25	Maddison Levine	1.20	Review, revise TopCo confirmation order (.6); correspond with J. Raphael, K&E team re same, next steps (.4); telephone conference with Alix re confirmation, open items (.2).
06/25/25	Joshua Raphael	1.00	Review, revise TopCo confirmation order.
06/25/25	Luz Tur-Sinai Gozal	0.10	Correspond with D. Hunter, K&E team re supplemental declaration.
06/26/25	Derek I. Hunter	1.80	Conferences with M. Levine K&E team re confirmation pleadings, related issues, open items (.5); review, analyze issues re same (1.3).

Legal Services for the Period Ending July 1, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050122669
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/26/25	Maddison Levine	1.60	Correspond with D. Hunter, K&E team re TopCo confirmation order, related issues (.3); research re same (.4); review, analyze issues re same, restructuring transaction memorandum (.4); review, revise TopCo confirmation order (.5).
06/26/25	Joshua Raphael	0.30	Review, analyze correspondence from M. Levine re TopCo confirmation.
06/26/25	Luz Tur-Sinai Gozal	0.40	Review, analyze supplemental confirmation brief.
06/27/25	Derek I. Hunter	0.60	Correspond with M. Levine, K&E team, global settlement parties re confirmation, pleadings, related issues.
06/27/25	Maddison Levine	1.10	Correspond with D. Hunter, K&E team, global settlement parties re confirmation, pleadings, related issues (.7); review, revise TopCo confirmation order re same (.2) conference with YCST re same (.2).
06/27/25	Joshua Raphael	0.30	Correspond re TopCo confirmation order.
06/30/25	Maddison Levine	0.90	Review, finalize TopCo confirmation order (.4); correspond and conference with J. Raphael, K&E team, YCST, global settlement parties re filing of same (.3); telephone conference with YCST re hearing re same, next steps (.2).
06/30/25	Joshua Raphael	0.70	Review, revise TopCo confirmation order.
07/01/25	Nicole L. Greenblatt, P.C.	0.50	Review order on Topco confirmation and correspond with D. Hunter, K&E team re same.
07/01/25	Maddison Levine	1.40	Correspond with D. Hunter, K&E team, global settlement parties re TopCo confirmation order (.5); review, analyze same (.4); correspond with J. Raphael, K&E team re next steps re same, emergence issues (.3); correspond with YCST re same (.2).
Total		80.20	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122671
Client Matter: 58395-11

In the Matter of Claims Administration

For legal services rendered through July 1, 2025
(see attached Description of Legal Services for detail)

\$ 9,980.50

Total legal services rendered

\$ 9,980.50

Legal Services for the Period Ending July 1, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050122671
Matter Number: 58395-11

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Maddison Levine	2.80	1,465.00	4,102.00
Brian Messing	3.50	1,065.00	3,727.50
Joshua Raphael	1.80	1,195.00	2,151.00
TOTALS	8.10		\$ 9,980.50

Legal Services for the Period Ending July 1, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050122671
Matter Number: 58395-11

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/11/25	Brian Messing	1.00	Review, revise order re TopCo claims objection.
06/11/25	Joshua Raphael	1.80	Draft CoC re claims objection (.5); correspond with YCST re same (.2); conference with M. Levine, K&E team re same, TopCo confirmation issues (.3); review, analyze issues re same (.4); conference with M. Levine, K&E team, YC re claims objection (.4). .
06/12/25	Maddison Levine	1.00	Review, revise CoC re TopCo claims objection (.2); review, analyze revised order re same (.2); correspond with D. Hunter, K&E team re same, next steps, open issues (.4); review, analyze claims register (.2).
06/12/25	Brian Messing	0.70	Review, analyze TopCo claims stipulation (.1); review, revise TopCo claims objection order (.6).
06/16/25	Maddison Levine	1.80	Review, revise talking points re claims objection hearing (.9); correspond with B. Messing, K&E team re same (.3); review, revise amended agenda re same (.2); telephone conference with YCST re same (.4).
06/16/25	Brian Messing	1.80	Draft talking points re TopCo claims objection hearing (1.5); correspond with M. Levine, K&E team re same (.3).
Total		8.10	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122672
Client Matter: 58395-14

In the Matter of U.S. Trustee Matters and Communications

For legal services rendered through July 1, 2025
(see attached Description of Legal Services for detail)

\$ 293.00

Total legal services rendered

\$ 293.00

Legal Services for the Period Ending July 1, 2025
Franchise Group Inc.
U.S. Trustee Matters and Communications

Invoice Number: 1050122672
Matter Number: 58395-14

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Maddison Levine	0.20	1,465.00	293.00
TOTALS	0.20		\$ 293.00

Legal Services for the Period Ending July 1, 2025
Franchise Group Inc.
U.S. Trustee Matters and Communications

Invoice Number: 1050122672
Matter Number: 58395-14

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/30/25	Maddison Levine	0.20	Correspond with U.S Trustee re TopCo confirmation order.
Total		0.20	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122673

Client Matter: 58395-15

In the Matter of Hearings

For legal services rendered through July 1, 2025
(see attached Description of Legal Services for detail)

\$ 1,319.00

Total legal services rendered

\$ 1,319.00

Legal Services for the Period Ending July 1, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050122673
Matter Number: 58395-15

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Maddison Levine	0.60	1,465.00	879.00
Luz Tur-Sinai Gozal	0.50	880.00	440.00
TOTALS	1.10		\$ 1,319.00

Legal Services for the Period Ending July 1, 2025
 Franchise Group Inc.
 Hearings

Invoice Number: 1050122673
 Matter Number: 58395-15

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/13/25	Maddison Levine	0.60	Review, revise omnibus hearing agenda re TopCo claims objection (.3); correspond and conference with L. Gozal, YCST re same, open items (.3).
06/13/25	Luz Tur-Sinai Gozal	0.50	Review, revise hearing agenda (.3); correspond with M. Levine, YCST re same (.2).
Total		1.10	

Exhibit L

Detailed Description of Expenses and Disbursements During TopCo Final Fee Period

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

July 21, 2025

Franchise Group Inc.
2371 Liberty Way
Virginia Beach, VA 23456

Attn: Tiffany McMillian-McWaters

Invoice Number: 1050122674
Client Matter: 58395-27

In the Matter of Expenses

For expenses incurred through July 1, 2025
(see attached Description of Expenses for detail)

\$ 10,117.75

Total expenses incurred

\$ 10,117.75

Legal Services for the Period Ending July 1, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122674
Matter Number: 58395-27

Description of Expenses

<u>Description</u>	<u>Amount</u>
Standard Copies or Prints	1.80
Other Court Costs and Fees	9,985.11
Overtime Transportation	130.84
Total	\$ 10,117.75

Legal Services for the Period Ending July 1, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050122674
 Matter Number: 58395-27

Description of Expenses

Standard Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/11/25	Standard Copies or Prints	1.80
	Total	1.80

Legal Services for the Period Ending July 1, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050122674
Matter Number: 58395-27

Other Court Costs and Fees

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/30/25	Miller Advertising Agency Inc - Publication of Effective Date Notice in the Wall Street Journal	9,985.11
	Total	9,985.11

Legal Services for the Period Ending July 1, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050122674
 Matter Number: 58395-27

Overtime Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/03/25	Brian Nakhaimousa - Taxi, Overtime transportation from office to home.	13.22
06/03/25	Maddison Levine - Taxi, Overtime transportation from office to home	30.07
06/04/25	Brian Nakhaimousa - Taxi, Overtime transportation from office to home.	17.67
06/04/25	Christina I. Panagoulia Triantafillopoulos - Taxi, Overtime transportation from office to home.	34.88
06/05/25	Dominick Vito Manetta - Taxi, overtime transportation from office to home.	35.00
	Total	130.84
TOTAL EXPENSES		\$ 10,117.75